



League of Women Voters of Minnesota Records

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REPORT OF COMMITTEE ON AMENDMENTS TO THE CONSTITUTION
AND BY-LAWS

Miss Alice Kercher, Chairman

Constitution

The development of the League has made necessary some changes in the constitution and by-laws.

Sec. 3 of ~~Article~~ ^{Article} 4 may be stricken and placed in the by-laws,

To meet the need for a new vice-president and to eliminate the office of corresponding secretaries, the usual duties of which have, for the most part, been performed by the executive secretary,
V
it is recommended that ~~the~~ article be amended to read as follows:

"The officers of the Minnesota League of Women Voters shall be a president, three vice-presidents at large, ten vice-presidents who shall be chairmen of the ten congressional districts in the state, a secretary, a treasurer and six directors. The officers shall be elected as provided by the by-laws."

Since the Departments of Efficiency in Government and of International Cooperation to Prevent War have been added to the organization of the League a place for them should be made in the constitution and to that end it is proposed that Article VI be amended as follows to square with the facts:

"The officers together with the chairmen of departments and standing committees, shall constitute an Executive Board which shall transact the general business of the organization subject to its approval. The board shall designate seven of its members to act as an executive committee, who shall transact business in the interim of board meetings, provided that nothing shall be ~~done~~ contrary to the policy adopted at the annual meeting or to any action of the board."

As now phrased there is a doubt as to whom and how long before the annual meeting notice of proposed changes in the constitution shall be given. For this reason it is recommended that Article VIII be amended to read:

"This constitution may be amended at any annual meeting by a two-thirds vote, provided a least one month's notice of the subject matter of the amendment shall have been given in writing to the members of the Executive Board."

Such an amendment would ~~quell~~^{eliminate} any doubt which has arisen as to what shall constitute notice.

By ~~Laws~~

To affirm what has become the usual practice it is proposed that Section 1 of Article II be amended to read as follows:

"The ten district vice-presidents shall constitute a nominating committee which shall present the names of candidates for each office except for district vice-president. One of the members of the nominating Committee shall be designated as chairman by the executive committee. Whenever possible the names of two candidates ~~shall~~ be presented for each office. Other nominations may be made by a written petition from any group of twenty-five or more members."

Section 2 of Article II requires amendment to harmonize it with the constitution. It is recommended that this section be modified to read as follows:

"The president, second vice president at large, third vice-president at large and ~~five~~^{three} vice-presidents for the even numbered congressional districts and three directors shall be elected at the annual meeting occurring in the odd numbered years. The first vice-president at large, the treasurer, the secretary and five vice-presidents for the odd numbered congressional districts and three directors shall be elected at the annual meeting occurring in the even numbered years. The term of office shall be two years. At the 1924 election a third vice-president shall be elected for one year."

-3- Since the League functions through the district unit and the local league unit, it seems advisable that Section 1 of Article ~~III~~ III be amended as follows:

"The executive board shall fix the number of delegates for each local league to the annual meeting.

It is recommended that Section 4 of Article VI be amended to read:

"The district chairman shall have power to appoint county chairmen to assist her in extending organization in the district."

It is recommended that Section 2 be added to Article V as follows:

"Each local league by the action of its board ~~to establish~~ shall have power to establish ~~standing~~ sustaining memberships for which dues may be required.

To keep pace with the development of the League Sec. 1 of Article VII should be phrased to take cognizance of the two departments - Efficiency in Government and International Cooperation to prevent War. It is suggested that this section be amended to read as follows:

"There shall be departments of Efficiency in Government and International Cooperation to Prevent War and the following standing committees: Child Welfare, Legal Status of Women, Living Costs, Social Hygiene and Public Health, Education, Protection of Women in Industry and Law Enforcement. The chairmen of these departments and committees shall be appointed by the Executive Board at the close of each annual meeting. #

For the same reason that it may seem advisable to amend the provision in relation to amendment of the constitution it may seem advisable to amend ^{Article X1} ~~the section~~ of the by-laws as follows:

"These by-laws may be amended by a two-thirds vote of those present and voting at any annual meeting, previous notice of the subject matter of the amendment having been given to the members of the Executive Board."

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October 1921

*Constitution
Minnesota
League*

Notice is given by the Ramsey County League of Women Voters that it will propose an amendment to the state constitution, by striking out the following articles:

"Article IV.
MEMBERSHIP

Section 1. Any woman citizen of Minnesota may become a member by signing an application for membership and subscribing to the aims of the League.

Section 2. Membership in any branch of the League of Women Voters shall constitute membership in the State League.

Section 3. Each district or sub-division, by action of its local Board, shall have power to establish sustaining memberships for which dues may be required.

BY-LAWS.
DUES.
Article IV.

No dues shall be required of individual members."

and substituting the following:

Not adapted

Article IV.
MEMBERSHIP

Section 1. Any woman citizen of Minnesota may become a member of the Minnesota League of Women Voters by signing an application for membership and subscribing to the aims of the League, or by becoming a member of the League in an organized town or city unit and conforming to the regulations of that unit in regard to dues.

Section 2. Each town or city unit shall have power by action of its members to establish dues and to establish the amount of such dues.

BY-LAWS
Article IV.

DUES.

No dues shall be required of members except by action of the local units.

*Proposed
Change*

SUGGESTED BY-LAWS

For a State League of Women Voters

Note: These By-laws are not offered as a model constitution as it is recognized that no one draft will fit the needs of the various state Leagues. They are intended to serve only as suggestions embodying what are regarded as workable and sound provisions on the essential points of any constitution.

ARTICLE I.

Name

Name: The name of this organization shall be the _____ League of Women Voters affiliated with the National League of Women Voters.

ARTICLE II.

Object and Policy

Section I. Object: The object of _____ shall be to promote education in citizenship, efficiency and public welfare in government and international cooperation to prevent war.

Section II. Policy: The _____ League of Women Voters shall not ally itself with or support any political party, but it may ^{support} endorse measures and policies. The League urges every woman voter to join the party of her choice and to participate in all elections.

ARTICLE III.

Membership and Dues

Section I. Membership: The membership of the _____ League of Women Voters shall consist of members of affiliated local leagues, or members at large who endorse the purposes and policy of the state League and pay annual dues as provided in the following sections.

Section II. Eligibility and Dues: Any woman resident of the state of _____ over twenty years of age shall be eligible for membership on payment of annual dues of 2.00. (It is the practice in many states for local Leagues to send a per capita percentage of dues to the state treasury - as, 25¢ out of a dollar, 50¢ out of a dollar.) *50 cents shall go to the State League for subscription to the State Bulletin.*

Section III. Members at Large: Any woman resident of the state of _____ over twenty years of age residing in a county or town in which there is no affiliated local League may become a member of the _____ League of Women Voters upon payment of ~~one dollar~~ annually.

ARTICLE IV.
Local Leagues

Section I. Affiliation of Local Leagues: The Board with the authority of the convention may prescribe the conditions of affiliation and may withdraw recognition from any local League for the non-payment of dues or for the commission of acts contrary to the declared object, policy or program of the state League.

Section II. College Leagues: The Board with the authority of the convention may likewise provide for the organization of college Leagues and prescribe the conditions of granting and withdrawing recognition.

ARTICLE V.
Officers

Section I. General Officers: The officers of the _____ League of Women Voters shall be a president, three vice-presidents, recording secretary and a treasurer elected for a term of two years. The president, secretary and third vice-president shall be elected in the even numbered years, the first vice-president and second vice-president and the treasurer in the odd numbered years. (Many Leagues provide a one-year term for all officers.) The duties of the officers shall be those usually pertaining to such offices.*

Section II. District Director: A director for each congressional district shall be elected by the delegates of the district at the annual convention for one year. In case delegates from any district fail to take such action, the convention (or the Board) shall name a director from said district. (Not all Leagues follow the plan of having congressional district directors. This section therefore may need to be omitted.)

or shall be appointed by the Bd at its first convention meeting except in the case of HHS which constitutes city to future elected person
ARTICLE VI.
Shall be called Board of Directors
Board of Directors
(Sometimes called Board of Trustees)

Section I. Board: The officers, together with the state chairmen of departments and standing committees shall constitute a Board of Directors, which shall transact the general business of the League between conventions. (It is advised if standing committee chairmen are not members of the Board, that they sit with the Board without vote.)

Section II. Meetings: The Board shall hold (monthly, bi-monthly, or quarterly) meetings (as shall be considered practicable). Special meetings of the Board may be called by the president or three members thereof.

Section III. Vacancies: The Board shall have power to fill all vacancies which occur between conventions.

Section IV. Executive Committee: The Board shall designate five of its members to constitute an Executive Committee to transact business in the interim of board meetings, provided that nothing shall be done contrary to the policy adopted at the annual convention or to any action of the Board. *Shall consist of Pres. Treas. & 3 other members*

Footnote:

* Refer to Robert's Rules of Order for definition of customary duties of officers.

Section V Quorum

ARTICLE VII.
Finance

Section I. Budget: The Board shall submit to the annual convention a budget for the ensuing year showing estimated income as well as estimated expenditures and with a plan for financing the work of the League.

Section II. The Treasurer: The treasurer shall be required to furnish such bond as shall be determined by the Board of Directors - the cost of the bond to be paid from the treasury. She shall pay bills only on order of the Board of Directors, or with the approval of a second officer designated by the Board.

Section III. Annual Audit: All accounts of the treasurer shall be audited annually by a public auditor, who shall make a report at the annual convention. The auditor's fee shall be paid from the treasury of the _____ League of Women Voters.

ARTICLE VIII.
Program

Section I. Departments and Committees: The Board of Directors shall designate and create as far as possible departments and committees corresponding to those of the National League and necessary to carry out the program of work.

Section II. Preparation of Program: The Board of Directors, with the advice of the chairmen of departments and committees, shall prepare a program of work to be submitted to the convention.*

ARTICLE IX.
Convention

Change on fiscal year
Section I. Place and Date: There shall be an annual convention held between _____ and _____, the exact date and the place to be determined by the Board of Directors.

2.
Section II. Representation in Convention: The officers, directors, chairmen of departments and standing committees and the chairmen of local Leagues shall each have one vote at the annual convention. Local Leagues may have one additional delegate for each 10 members (the number varies from 25 to 100 members in the various states.) *must designate in case list ch. the elected by delegate*

Section III. Credentials Committee: The Credentials Committee shall report to the convention the number of delegates entitled to vote on the budget, finance plan, program of work and election of officers and on other matters of policy.

ARTICLE X
Nominations and Elections

Nominating Committees: Five members shall be appointed by the Board of Directors at least two months before the state convention to serve as a Nominating Committee. Nominations for the general officers, and ~~district directors~~ may be sent to this committee which shall report to the convention twenty-four hours before the time fixed for the election. No one shall be nominated for any office whose consent has not previously been secured.

Australian Ballot System

* Footnote: Some states provide that the proposed program be sent to the local Leagues at least one month before the convention.

ARTICLE XI
Procedure

Procedure: Procedure shall be governed by Robert's Rules of Order.

ARTICLE XII
Amendments

Amendments: These By-laws may be amended by a two-thirds vote of those present and voting at any convention, previous notice of the subject matter of the amendments having been given to the affiliated local Leagues at least thirty days in advance

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Minnesota League of Women Voters
Ninth Annual Convention
November 29 - December 3, 1927

Recommendations on Changes in Constitution and By-Laws

- 1) Membership - The membership of the Minnesota League of Women Voters shall consist of affiliated local Leagues and their members who shall pay such annual dues as may be prescribed by their local League boards. It shall also consist of members at large who endorse the purpose and policy of the League and pay such annual dues as may be prescribed by the executive board.

It is proposed thus to amend Article IV of the Constitution and Article IV of the By-Laws to provide that the payment of dues shall be a condition of membership. The present constitutional provision reads, in part: "Any woman citizen of Minnesota may become a member by signing an application for membership and subscribing to the aims of the League."

- 2) Nominating Committee - A Nominating Committee consisting of one representative from each Congressional district shall be appointed annually by the Executive Committee.

It is proposed thus to amend Article II of the By-Laws. The present section provides that the Nominating Committee shall consist of the ten district vice-presidents, with a chairman appointed by the Executive Committee.

- 3) It is proposed to amend the necessary articles in the Constitution and By-Laws to change the title of congressional district vice-presidents to congressional district chairmen.
- 4) It is proposed to amend Article VII of the By-Laws to include the Department of Public Welfare in Government among the departments named. This is a new department of the National League, dating from 1926.

Note: The above recommendations will be reported for Convention action by Mrs. George H. Spear, chairman of the committee, at the Convention Business Session on Saturday morning, December 3.

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REPORT OF COMMITTEE ON REVISION OF
CONSTITUTION AND BY-LAWS
OF

THE MINNESOTA LEAGUE OF WOMEN VOTERS

Mrs. George H. Spear, chairman

Your Committee on Revision of the Constitution
and By-Laws submits the following recommendations:

That Section 1 of Article IV of the Constitution
be amended by substituting the following,

"Membership - Section 1. The membership of
the Minnesota League of Women Voters shall con-
sist of affiliated local Leagues and their mem-
bers; and of members at large who shall endorse
the purpose and policy of the League and pay such
annual dues as shall be prescribed by the Execu-
tive Board."

That Section 2 of Article IV of the Constitution
be amended by substituting the following,

"Section 2. Any woman citizen of Minnesota
may become a member of an affiliated local League
by subscribing to the aims of the League of Women
Voters and paying the annual dues prescribed by
the local League."

That Article V of the Constitution be amended
by striking out "three vice-presidents at large, ten vice-
presidents who shall be chairmen of the ten congressional
districts of the state"
and inserting,

"a first vice-president, a second vice-presi-
dent, a third vice-president, a district
chairman from each congressional district
in the state".

The amended Article to read,

"Officers - The officers of the Minnesota League of Women Voters shall be a president, a first vice-president, a second vice-president, a third vice-president, a district chairman from each congressional district in the state, a secretary, a treasurer, and six directors. The officers shall be elected as provided in the By-Laws."

That Section 1 of Article II of the By-Laws be amended by striking out,

"The ten district vice-presidents shall constitute a nominating committee which shall present the names of candidates for each office except for district vice-president."

and inserting,

"A nominating committee consisting of one representative from each congressional district shall be appointed annually by the executive committee and shall present at the annual meeting the names of candidates for each office, except district chairman, to be filled at said annual meeting."

The amended section to read,

"Section 1 - A nominating committee consisting of one representative from each congressional district shall be appointed annually by the executive committee and shall present at the annual meeting the names of candidates for each office, except district chairman, to be filled at said annual meeting. The chairman of the nominating committee shall be appointed by the executive committee. Whenever possible, the names of two candidates for each office to be filled shall be presented. Other nominations may be made by a written petition from any group of twenty-five or more members."

That Section II Article II of By-Laws be amended by striking out,

"second vice-president at large, third vice-president at large and the five vice-presidents for the even numbered congressional districts and three directors shall be

elected at the annual meeting occurring in the odd numbered years. The first vice-president at large, the treasurer, the secretary and five vice-presidents for the odd numbered congressional districts.

and inserting,

"second vice-president, third vice-president and the chairman from each of the even numbered congressional districts and three directors shall be elected at the annual meeting occurring in the odd numbered years. The first vice-president, the treasurer, the secretary, the chairman from each of the odd numbered congressional districts."

and by striking out,

"At the 1924 election a third vice-president shall be elected for one year."

The amended section to read,

"Section 2 - The president, second vice-president, third vice-president and the chairman from each of the even numbered congressional districts and three directors shall be elected at the annual meeting occurring in the odd numbered years. The first vice-president, the treasurer, the secretary, the chairman from each of the odd numbered congressional districts and three directors shall be elected at the annual meeting occurring in the even numbered years. The term of each said office shall be two years."

That Section 3 of Article II of the By-Laws be amended by substituting,

"Section 3 - The chairman for each congressional district may be elected by the district previous to the annual meeting but the election must be confirmed at the next ensuing annual meeting of the state league."

That Section 4 of Article II of the By-Laws be amended by inserting the word "congressional" between the words "any" and "district";
by striking out "vice-president for that district" and

inserting "the chairman from said district";
by striking out the word "the" between "from" and "district"
and inserting the word "that".

The amended Section to read,

"Section 4 - Whenever any congressional district fails to make due provision for such election, the chairman from said district shall be elected at the annual meeting by the delegates from that district."

That Article IV of the By-Laws be struck out.

That Article VII of the By-Laws be amended by inserting "and Public Welfare in Government" between the word "War" and the word "and".

The amended Section to read,

"Section 1 - There shall be departments of Efficiency in Government, International Cooperation to Prevent War, and Public Welfare in Government, and the following standing committees: Child Welfare, Legal Status of Women, Living Costs, Social Hygiene and Public Health, Education, Protection of Women in Industry, and Law Enforcement. The chairmen of these departments and committees shall be appointed by the Executive Board at the close of each annual meeting."

Respectfully submitted,

Charlotte M. Spear

Minnesota League of Women Voters

September 19, 1929

PROPOSED CHANGES IN CONSTITUTION AND BY-LAWS

(To be approved by the state board for
submission to the state convention)

Miss Monahan, chairman of the Committee on Changes in the Constitution and By-Laws, recommends the following changes in Article II, Section 1 of the By-Laws.

The section in the present By-Laws reads as follows:

"A nominating committee consisting of one representative from each congressional district shall be appointed annually by the executive committee and shall present at the annual meeting the names of candidates for each office, except district chairmen, to be filled at said meeting. Whenever possible the names of two candidates for each office to be filled shall be presented. Other nominations may be made by a written petition from any group of twenty-five or more members."

It is proposed to replace the words "executive committee" with the words "executive board" so that the naming of the nominating committee will be by the state board rather than by the executive committee; and to strike out the words "except district chairmen" since for several years past it has been the practice to ask the nominating committee to list the names of district chairmen whose names are placed upon the ballots given the district delegates.

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MEMORANDUM - MMW to Committee on Revision of By-Laws.

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In view of the fact that the present constitution and by-laws of the Minnesota League of Women Voters were drawn up before the organization of the League and therefore without League experience and in view of the fact that there has since been drawn up a sort of model by-laws with suggestions as the result of the experience of state leagues all over the country, I suggest that ~~there now be~~ at the end of ten years and at the beginning of a new administration, *Storck* a complete revision of our by-laws, using the suggested by-laws to which I have referred as a model.

I also suggest that there be no constitution but only by-laws which is I think in keeping with the best practice.

I advise that the by-laws be kept as simple as possible and that they contain only the barest essentials. To the articles of by-laws which I shall suggest I will append a list of certain policies and principles that have been accepted by the Minnesota League from which your committee may think certain items should be transferred to the by-laws but which I believe I would prefer to leave outside of the by-laws, attaching them however to the office copy of the by-laws and in other ways making them handy for reference.

May I now make a few somewhat definite suggestions as to the by-laws: -

ARTICLE I - Name

I recommend that our Article I be retained, with the possible substitution of affiliation ~~for~~ the word ~~for~~ auxiliary.

ARTICLE II, Object and Policy

I recommend that the Object should be set forth as in Section 1 in Article II of the suggested by-laws, but that Policy should be as our Article III entitled, however, Section 2 under Article II.

ARTICLE III, - should read Membership and Dues as in Article III of the suggested by-laws. Section 1 under Article III should be Section 1 under Article III of the suggested by-laws. Section 2, Eligibility and Dues, should read "Any woman resident of the State of Minnesota over twenty years of age shall be eligible for membership on payment of annual dues to the local League of \$2.00, 50 cents of which shall go to the State League in payment of the Bulletin." Section 3, Members at Large, should read like Section 3 of the suggested by-laws with the substitution of \$2.00 as annual dues.

I want to call your attention to the fact that there is evidence that a great many League members and officers favor the \$2.00 membership dues, but there are certainly others who are opposed. In case the opposition is too strong this year I would recommend a compromise and that at some future date the \$2.00 due be established.

ARTICLE IV - Local Leagues.

I recommend this Article as in the suggested by-laws.

2

ARTICLE V - Officers

Section 1 - General Officers.

I recommend this Section as in the suggested by-laws.

Section 2 - District Directors.

District directors have in Minnesota been called District Chairmen and considered as officers and were before our by-laws were revised, I think, considered as vice presidents. As a matter of fact, however, their duties and position have been those of directors and not of chairmen, as we have never had district organization and never after we were originally organized have we contemplated district organization. I recommend, therefore that Section 2 shall become either the Section 2 of the suggested by-laws or shall read as follows:

"A director for each congressional district shall be appointed by the Board at its post-convention meeting except in the case of the districts Fourth and Fifth which constitute local Leagues and whose elected president shall serve as district director."

I recommend the latter provision because the former one in our present stage of organization does not work well and tends to become a mere gesture. I also think that the quality of the Board and the usefulness of the directors thruout the state is better secured by appointment.

Section 3 - I am inclined to suggest that under "Officers" a Section 3 be added as follows: "Committee and department chairmen corresponding to national chairmen shall be appointed by the Board and thereby become members of the Board."

ARTICLE VI - Board of Directors

Section 1 - Board

I recommend as follows: "The officers together with the directors at large and the state chairmen of departments and standing committees shall constitute a Board, etc."

Section 2 - Meetings

I recommend this Section as in the suggested by-laws with meetings monthly.

Section 3 - Vacancies - as in the suggested by-laws

Section 4 - Executive Committee

~~I recommend the suggested by-laws with slight changes as follows: "The Board shall designate seven of its members to constitute an executive committee"~~

I am inclined to recommend that the executive committee shall consist of seven members of the Board as follows: President, treasurer or finance chairman, chairmen of the three departments, and presidents of the St. Paul and Minneapolis Leagues; or possibly instead of presidents of the St. Paul and Minneapolis Leagues let it read "and two others"

ARTICLE VII - Finande

I recommend that this follow the article as in the suggested by-laws or that it be omitted from the by-laws altogether.

ARTICLE VIII - I recommend that Article IX, Convention, in the suggested by-laws, shall become our ARTICLE VIII, and that under it Section 1 shall correspond to Section 1 of the suggested by-laws, but that here or elsewhere the change in the

Elected
E.C.

3

fiscal year as suggested last year shall be made.

Section 2. Representation in Convention

I hope that very careful consideration be given to the question of whether we wish now for the first time to limit our delegates to a certain number per member. I think we must do so in case it is decided ~~to designate~~ that district directors shall be elected by delegates. In case such a designation is made I suggest that there be one delegate for each ten members at least. This whole question, however, should be thoroly canvassed.

Section 3, - as in Section 3 of the suggested by-laws.

ARTICLE IX - should then be Article X, Nominations and Elections. This should read as in the suggested by-laws as to nominating committees, only in case provision is made for the appointment of district directors the words "and district directors" should be omitted.

The next two Articles on Procedure and on Amendments should read as in the suggested by-laws.

V

August 22-1930

FILE COPY ⁽¹⁹³⁸⁾

PROPOSED BY-LAWS
to supplement Articles of Incorporation
of the
MINNESOTA LEAGUE OF WOMEN VOTERS
(affiliated with the National League of Women Voters)
to be submitted to the 1938 State Convention

Note:

Provisions in previous by-laws now included in Articles of Incorporation have been omitted.

Underlined portions indicate provisions not included in previous by-laws.

Article I

Policy

- Section 1. Policy: The Minnesota League of Women Voters shall be strictly un-partisan, but it may endorse measures and policies, and its members are urged to participate actively in government.

Article II

Affiliated Leagues

- Section 1. Affiliation of Local Leagues: The Board with the authority of the Convention may prescribe the conditions of affiliation, and the Board may withdraw recognition from any local League for failure to carry out such conditions of affiliation or for the commission of acts contrary to the declared, object, policy or program of the State League.

- Section 2. College Leagues: The Board with the authority of the Convention may likewise provide for the organization of College Leagues and prescribe the conditions of granting and withdrawing recognition.

Article III

Board of Directors

- Section 1. Number of Appointed Members: The number of appointed members of the Board shall not exceed that of the elected members.

- Section 2. Qualifications: No person shall be elected or appointed or continue to serve as an officer or other member of the State Board unless she is a member of the League of Women Voters, and the absence of a member of the Board from three consecutive meetings without valid excuse shall be regarded as a resignation from the Board.

- Section 3. Vacancies: The Board shall have the power to fill vacancies which occur between Conventions.

- Section 4. Meetings: The Board shall meet at monthly intervals, and shall annually hold a meeting immediately preceding the Convention. Special meetings of the Board may be called by the President or three members thereof.

- Section 5. Quorum: Seven members of the Board shall constitute a quorum for the transaction of business.

- Section 6. Executive Committee: The Board shall designate seven of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Annual Convention or to any action of the Board.

Article IV

Departments and Committees

- Section 1. Departments: The Board of Directors shall designate and create departments corresponding to the National League, and necessary to carry out the Program of Work. Each Department shall consist of a State Chairman, who shall be appointed by the Board, and of the corresponding Chairman in each local League.

- Section 2. Special Advisers and Committees: Special advisers and chairmen of special committees may be appointed by the Board when needed.

Article V

Finance

- Section 1. Budget: The Board shall submit to the Annual Convention a Budget for the ensuing year, showing estimated income as well as estimated expenditures, and a plan for financing the work of the League.

Section 2. The Treasurer: The Treasurer shall be required to furnish a bond of at least \$1,000, the cost of the bond to be paid from the treasury; or, the Board shall prescribe a procedure that adequately safeguards the payment of money from the League treasury. The Treasurer shall pay bills only on order of the Board.

Section 3. Audit: All accounts of the Treasurer shall be audited annually by a public auditor, who shall prepare a report for submission to the Board.

Section 4. The Jane Grey Swisshelm Fund: All moneys, securities, and property of whatever nature, which the Minnesota League of Women Voters may receive by gift, bequest or otherwise, the principle of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as the Jane Grey Swisshelm Fund, the investment of which is to be supervised and controlled by a committee of trustees appointed annually by the Board of Directors.

Article VI Convention

Section 1. Place and Date: An Annual Convention shall be held sometime between the first Tuesday in September and the fifteenth day of December, the exact date and place to be determined by the Board of Directors.

Section 2. Representation of Local Leagues: The Board of Directors shall fix the number of delegates to the Convention for each local League.

Article VII Program

Section 1. Preparation of Program: The Board of Directors, with the advice of the Department and Committee chairmen assigned to program subjects, shall prepare a program of work for the State League to be submitted to the Convention for adoption.

Section 2. Submission of Proposed Program to Local Leagues: The Proposed Program shall be sent out to the local Leagues for their consideration at least six weeks previous to Convention.

Section 3. Recommendations for Changes: The Board of Directors, at its pre-convention Board meeting, will consider recommendations for changes in the Proposed Program, if submitted in writing by local Leagues, at least one week before Convention.

Section 4. Modification of Proposed Program: The Board may modify the Proposed Program at its Pre-Convention Board meeting, after the consideration of recommendations made in accordance with section 3 of this Article.

Section 5. A majority vote of the Convention is necessary for the adoption of items on the Proposed Program sent out to the local Leagues previous to Convention.

Section 6. A two-thirds vote of the Convention is required for the adoption of changes made by the Board in the Proposed Program.

Section 7. A two-thirds vote is required for the adoption of changes in the Proposed Program, when the request for modification is made from the floor of the Convention, without previous consideration by the Board, but at least twenty four hours must elapse between the making of such request and action upon the same.

Article VIII Nominations and Elections

Section 1. Nominating Committee: A Nominating Committee consisting of one representative from each Congressional District shall be appointed annually by the Board and shall present at the Annual Convention the names of candidates for each office to be filled.

Section 2. Other Nominations: Other nominations may be made by a written petition from any group of twenty five or more members.

Section 3. Method of Election: The method by which the election of officers shall be conducted by the Convention is left to the discretion of the Board.

Article IX
Parliamentary Authority

Section 1. Parliamentary Authority: The rules contained in Robert's Rules of Order Revised shall govern the Convention in all cases to which they are applicable and in which they are not inconsistent with these by-laws.

Article X
Amendments

Section 1. Amendments: These By-Laws may be amended by a two-thirds vote of those present and voting at any Convention, previous notice of the subject matter of the amendments having been given to the Board at least thirty days in advance.

MINNESOTA LEAGUE OF WOMEN VOTERS

832-33 LUMBER EXCHANGE BUILDING

MINNEAPOLIS 1, MINNESOTA

Atlantic 0941

December 27, 1946

FILE COPY

Dear Local League President:

In a preliminary meeting of the By-laws Committee Mrs. Harold G. Cant, Mrs. H. R. Simmons and I felt that we needed the comments of Local Presidents on the best way to secure fair representation at our annual State League Convention.

The proposed article on this subject will read substantially as follows:

ARTICLE VIII.
Convention

* * Sec. 4. Representation. The members of the League of Women Voters of the United States who are organized into recognized local Leagues in the state of Minnesota shall be entitled to one delegate for the first 15 voting members and one delegate for every _____ additional voting members or major fraction thereof belonging to said local League on January 1st of said year, provided that no local League may have more than _____ delegates accredited to the Convention. The record in the state office of paid up voting members shall determine the official membership count for this purpose."

We discussed

- (1) one delegate for the first 15 voting members and one delegate for each additional thirty members or major fraction thereof, and
- (2) two delegates for the first 15 voting members and one delegate for each additional thirty members with probably a definite limitation on the number any one league may have.

Will you give this some thought and let us hear from you as soon as possible so we can send out the proposed by-laws by January 15th if possible?

Best wishes for a Happy New Year.

Sincerely yours,

Irina McQuarrie

Mrs. Irvine McQuarrie
President



Affiliated with the
National League of Women Voters

Minnesota League of Women Voters
832 Lumber Exchange Building
Minneapolis 1, Minn.

FILE COPY

April 19, 1946

PROPOSED CHANGES IN STATE LEAGUE BY-LAWS TO BE CONSIDERED BY BOARD
AND SUBMITTED TO STATE CONVENTION MAY 16th and 17th

Change Article III. of present By-Laws so as to read as follows:

ARTICLE III.

Board of Directors

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors of MINNESOTA LEAGUE OF WOMEN VOTERS shall consist of the officers of the League, three elected Directors and not more than _____ appointed Directors. The elected directors shall be elected by the Convention and shall serve until the conclusion of the next regular annual Convention or until their successors have been elected and qualified. The elected members shall appoint such additional directors, not exceeding _____, as they deem necessary to carry on the work of the League. The terms of office of the appointed directors shall expire concurrently with the terms of office of the elected directors.

Sec. 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of MINNESOTA LEAGUE OF WOMEN VOTERS unless she is a member of the League of Women Voters.

Sec. 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of the resignation, death or disqualification of an officer or elected member may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

Sec. 4. Powers. 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 shall create and designate such special committees as it may deem necessary. Matters of policy shall be decided by the Presidents' Conferences which shall be held _____ times each year.

Sec. 5. Regular Meetings. There shall be at least _____ regular meetings of the Board of Directors annually which may be held at any time at the call of the President. The President shall notify each member of the Board of Directors of all regular meetings by mailing to each member's last known post office address, at least one week before any such meeting, notice thereof, giving the time and the place of the meeting.

*change
name
to
"League
of Women
Voters
of Minnesota"*

Sec. 6. Special Meetings. The President may call special meetings of the Board of Directors at her discretion.

Sec. 7. Quorum. A majority of the members of the Board of Directors shall constitute a quorum and a majority of the members in attendance at any Board Meeting shall, in the presence of a quorum, decide its action.

Add a new Article to present By-Laws, reading as follows:

ARTICLE XI.

Officers

Section 1. Enumeration and Election of Officers. The officers of MINNESOTA LEAGUE OF WOMEN VOTERS shall be a President, a Vice President, a Secretary, and a Treasurer. They shall hold office until the conclusion of the _____ fiscal year following their election or until their successors have been elected and qualified.

Sec. 2. The President. The President shall preside at all meetings of the organization and of the Board of Directors unless she shall designate some one to preside in her stead. She shall be, ex officio, a member of all committees except the nominating committee. She 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 event of absence, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that the Vice President is unable to serve in this capacity the Board of Directors shall elect one of their elected members to fill the vacancy. The Vice President shall perform such other duties as the President and Board may designate.

Sec. 4. The Secretary. The Secretary shall keep minutes of all Conventions and Presidents' Conferences of the League, and of all meetings of the Board of Directors. She shall notify all officers and directors of their election. She 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 office.

Sec. 5. The Treasurer. The Treasurer, or her duly appointed assistant, shall collect and receive all moneys due. She shall be the custodian of these moneys and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at their regular meetings and an annual report to the State Convention.

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These By-Laws suspended April 27, 1945 for one year
or until Annual Convention of L. W. V. to be held in 1946
by authority of Article X. duly complied with.

Presents set-up of League of Women Voters of
Minnesota:

7 member Executive Board comprised wholly or chiefly of members of League in metropolitan area of Twin Cities for greater convenience of board meetings and for accessibility to state office.

Board as a whole comprised of Executive Board and Presidents of all ^{duly accredited} local Leagues in Minnesota.

Executive Board meetings in 1945-46 have been held at call of State President. Regular Board meetings were held once in every month excepting July. One or two special board meetings were called. Once or twice the board was polled by phone on an urgent decision.

Seven regional meetings took the place of the fall Presidents' Conference. A Spring Conference was held in February. No specific number of Presidents' Conferences is directed except that there shall be one or two meetings besides the State Convention.

Duties of the Ex. Bd. are: State Legislation, Organization and Finance. All monies are collected by state office, and quota and literature bills duly remitted to the National League.

Checks are signed by the president and treasurer.

Some Nat. L. material is sent through the

state office for greater facility.

I have written an average of one letter a month to ~~all~~ local leagues as occasion required, besides giving personal attention to all mail from National and local leagues and from outside sources.

I have accepted requests for visits from local leagues whenever possible.

The State Board has voted to continue the present plan of organization, again suspending the By-Laws for one year, subject to a two-thirds agreement by those present and voting at the May 1946 Convention.

In general, however, procedure has been in accordance with the policies laid down by By-Laws, suspension affecting only the physical structure of the Board and meetings affected by war-time restrictions, as the President's Conference in April 1945 instead of full Convention.

Elections, program-making, finance, amendments and policy have been carried out as directed in suspended By-Laws.

BY-LAWS
of
MINNESOTA LEAGUE OF WOMEN VOTERS

(As Amended in the 1938 and 1943 State Conventions)

Article I.
Policy

Section 1. Policy: The Minnesota League of Women Voters shall be strictly unpartisan, but it may endorse measures and policies, and its members are urged to participate actively in government.

Article II.
Affiliated Leagues

Section 1. Affiliation of Local Leagues: The Board with the authority of the Convention may prescribe the conditions of affiliation, and the Board may withdraw recognition from any local League for failure to carry out such conditions of affiliation or for the commission of acts contrary to the declared object, policy or program of the State League.

Section 2. College Leagues: The Board with the authority of the Convention may provide for the organization of College Leagues and prescribe the conditions of granting and withdrawing recognition.

Article III.
Board of Directors

Section 1. The ten directors at large, shall in so far as possible, be representative of the state as a whole.

Section 2. Number of Appointed Members: The number of appointed members of the Board shall not exceed that of the elected members.

Section 3. Duties: The duties of the officers shall be those usually pertaining to such office.

Section 4. Qualifications: No person shall be elected or appointed or continue to serve as an officer or other member of the State Board unless she is a member of the League of Women Voters, and the absence of a member of the Board from three consecutive meetings without notice shall be regarded as a resignation from the Board.

Section 5. Vacancies: The Board shall have the power to fill vacancies which occur between Conventions.

Section 6. Meetings: The Board shall hold at least ten monthly meetings, one of which shall immediately precede the Convention. Special meetings of the Board may be called by the President or three members thereof.

Section 7. Quorum: Seven members of the Board shall constitute a quorum for the transaction of business.

Section 8. Special advisers and chairmen of Special Committees may be appointed by the Board when needed and they may or may not be designated members of the Board.

Section 9. Executive Committee: The Board shall designate seven of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Annual Convention or to any action of the Board.

Article IV. Finance

Section 1. Budget: The Board shall submit to the Annual Convention a Budget for the ensuing year, showing estimated income as well as estimated expenditures, and a plan for financing the work of the League.

Section 2. The Treasurer: The Treasurer shall be required to furnish a bond of at least \$1,000.00, the cost of the bond to be paid from the treasury; or, the Board shall prescribe a procedure that adequately safeguards the payment of money from the League treasury. The Treasurer shall pay bills only on order of the Board.

Section 3. Audit: All accounts of the treasurer shall be audited annually by a public auditor, who shall prepare a report for submission to the Board.

Section 4. The Jane Grey Swisshelm Fund: All moneys, securities, and property of whatever nature, which the Minnesota League of Women Voters may receive by gift, bequest, or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as the Jane Grey Swisshelm Fund, the investment of which is to be supervised and controlled by a committee of trustees appointed annually by the Board of Directors.

Article V. Convention

Section 1. Place and Date: An Annual Convention shall be held sometime between the first Tuesday of April and the thirtieth day of May, the exact date and place to be determined by the Board of Directors.

Section 2. Representation of Local Leagues: The Board of Directors shall fix the number of delegates to the Convention for each local league.

Article VI. Program

Section 1. Preparation of Program: The Board of Directors shall prepare a program of work for the State League to be submitted to the Convention for adoption.

Section 2. Submission of Proposed Program of Work to Local Leagues: The proposed Program shall be sent to the local Leagues for their consideration at least six weeks previous to the Convention.

- Section 3. Recommendations for Changes: The Board of Directors, at its pre-convention Board meeting, will consider recommendations for changes in the Proposed Program, if submitted in writing by local leagues, at least one week before the Convention.
- Section 4. Changes in Proposed Program: The Board by a two-thirds vote of those present and voting, may change the Proposed Program at its pre-convention Board meeting, after the consideration of recommendations made in accordance with Section 3 of this article.
- Section 5. A majority vote of the convention is necessary for the adoption of items on the Proposed Program sent out to the local leagues previous to the Convention.
- Section 6. A majority vote of the convention is required for the adoption of changes made by the Board in the Proposed Program.
- Section 7. A two-thirds vote of the Convention is required for the adoption of changes in the Proposed Program when the request for change is made from the floor of the Convention, without previous consideration by the Board. At least twenty-four hours must elapse between the making of such request and action upon the same.

Article VII. Elections

- Section 1. Nominating Committee: A Nominating Committee of five (5) members, the majority of whom shall come from outside the Twin Cities, shall be appointed annually by the Board and shall present to the Annual Convention the names of candidates for each office to be filled.
- Section 2. Other Nominations: Other nominations may be made by a written petition from any group of twenty-five or more members.
- Section 3. Method of Election: The method by which the election of officers shall be conducted by the Convention is left to the discretion of the Board.

Article VIII. Parliamentary Authority

- Section 1. Parliamentary Authority: The rules contained in Robert's Rules of Order Revised, shall govern the Convention in all cases to which they are applicable and in which they are not inconsistent with these by-laws.

Article IX. Amendments

- Section 1. Amendments: These By-laws may be amended by a two-thirds vote of those present and voting at any Convention, previous notice of the subject matter of the amendments having been given to the Board at least thirty days in advance.

Article X.

- Section 1. For the duration of the war these By-laws may be suspended by a two-third vote of those present and voting at any regular meeting or special meeting called for that purpose; previous notice having been given.

Minnesota League of Women Voters
832 Lumber Exchange Building
Minneapolis 1, Minn. (At.0941)

FILE COPY
December 30, 1946

PROPOSED BY-LAWS

(For presentation to 1947 State Convention)

ARTICLE I.

Section 1. The name of this corporation shall be the League of Women Voters of Minnesota. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II.

Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters of Minnesota shall be to promote political responsibility through informed and active participation of citizens in government.

Sec. 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the platform of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III.

Membership

Section 1. Local Leagues. The League of Women Voters of Minnesota shall be composed of the local Leagues, which have been recognized by the League of Women Voters of the United States and of members at large.

Sec. 2. Members at large. Members at large shall be women who reside outside the area of a local League. They shall pay annual dues of Two Dollars (\$2.00). This shall cover subscriptions to ACTION and to the Articulate Voter.

ARTICLE IV.

Local Leagues

Section 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Sec. 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national Convention, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the national Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of Minnesota.

Sec. 3. Withdrawal of Recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Sec. 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

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 League, seven elected Directors and not more than seven appointed Directors. The elected Directors shall be elected by the Convention and shall serve until the conclusion of the next regular annual Convention or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding seven, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall expire concurrently with the term of office of the elected Directors.

Sec. 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless she is a voting member of a local League of Women Voters in the state of Minnesota. The absence of a member of the Board from three consecutive meetings without notice may be regarded as a resignation from the Board.

Sec. 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

Sec. 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 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 League of Women Voters of the United States for the organization and development of local Leagues, for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Sec. 5. Regular Meetings. There shall be at least eight meetings of the Board of Directors annually. The President shall notify each member of the Board of Directors of all regular meetings at least one week before any such meeting. 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. The President shall call a meeting of the Board of Directors upon the written request of five members of the Board.

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

Sec. 7. Executive Committee. The Board of Directors shall designate seven of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Annual Convention or to any action of the Board. The action of the Executive Committee must be presented to the Board of Directors for approval at its next regular meeting.

ARTICLE VI. Officers

Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Minnesota shall be a President, a first Vice President, a second Vice President, a Secretary, and a Treasurer. They shall hold office until the conclusion of the next regular annual Convention or until their successors have been elected and qualified.

Sec. 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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 Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity the Board of Directors shall elect one of their members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Sec. 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Sec. 5. The Treasurer. The Treasurer, or her duly appointed assistant shall collect and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at their regular meetings and an annual report to the Convention, including a report of the Jane Grey Swisshelm Fund. The books of the Treasurer shall be audited by an Auditing Committee appointed by the Board of Directors.

ARTICLE VII.

Finance

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Minnesota shall commence on the first of May of each year.

Sec. 2. Budget. The Board shall submit to the Convention or Council for adoption a budget for the ensuing year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the annual Convention.

Sec. 3. Budget Committee The budget shall be prepared by a committee which shall be appointed for that purpose at least four months in advance of the Convention. The Treasurer shall be ex-officio a member of the Budget Committee but shall not be eligible to serve as chairman.

Sec. 4. The Jane Grey Swisshelm Fund. All moneys, securities, and property of whatever nature, which the League of Women Voters of Minnesota may receive by gift, bequest or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as "The Jane Grey Swisshelm Fund" This fund shall be invested or deposited in a bank as designated by the Board of Directors.

ARTICLE VIII.

Convention

Section 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of Minnesota shall be held annually some time between the first of April and the thirty-first of May. The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than three months prior to the date of the Convention. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before the fixed Convention date.

Sec. 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Sec. 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of Minnesota.

Sec. 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of Minnesota. Each 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.

Sec. 4. Representation. The members of the League of Women Voters of the United States who are organized into recognized local Leagues in the State of Minnesota shall be entitled to two delegates for the first fifteen voting members and _____ delegate for every _____ additional voting

members or major fraction thereof belonging to said local League on January 1st of said year, provided that no local League may have more than _____ delegates accredited to the Convention. The record in the state office of paid up voting members shall determine the official membership count for this purpose.

Sec. 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented. A majority vote of the convention shall be required for any such action provided that not less than one-half ($\frac{1}{2}$) of the local Leagues in Minnesota are represented.

ARTICLE IX. Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee shall be filled by the Board of Directors. The President of the League of Women Voters of Minnesota shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

Sec. 2. Suggestions by Local Leagues. Suggestions for nominations by local Leagues shall be sent by the president or secretary of such local league to the chairman of the Nominating Committee at least three months before the Convention.

Sec. 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Sec. 4. Election. The election shall be in charge of an Election Committee appointed by the President on the first day of the Convention. The election shall be by ballot, except when there is but one nominee for each office it shall be in order to move that the Secretary cast the ballot for every candidate. A majority vote of those present and qualified to vote and voting shall constitute an election.

ARTICLE X. Program

Section 1. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- (a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues four months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the Local League boards at least two months prior to the Convention.
- (b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.
- (c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- (d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- (e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention, provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.

Sec. 2. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Sec. 3. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

ARTICLE XI.

National Convention and Council

Section 1. National Convention. The Board of Directors shall elect two delegates to the Convention of the League of Women Voters of the United States at its meeting immediately preceding such Convention.

Sec. 2. National Council The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting.

ARTICLE XII.

Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIII.
Amendments

Section 1. Amendments. These By-laws may be amended by a two-thirds vote of those present and voting at any annual Convention, previous notice of the subject matter of the amendments having been given to the Board at least thirty (30) days in advance.

FILE COPY

February 26, 1947

Dear By-Laws Committee Member:

The State Board at its last meeting suggested and unanimously approved the following changes in the proposed state league by-laws mailed to you on December 30, 1946. We will appreciate your comments on these changes as soon as possible so that we may get out to the local leagues copies of the proposed by-laws.

THE CHANGES:

1. Page 1 proposed by-laws. ARTICLE III (Membership)

Add Section 3 as follows:

"Section 3. College Leagues The Board with the authority of the Convention may provide for the organization of College Leagues and prescribe the conditions of granting and withdrawing recognition."

Same Article, Sec. 2., 1st line, change the word "women" to "members".

2. Page 2 proposed by-laws ARTICLE V (Board of Directors)

Section 1. Change to read as follows:

"Section 1. Number, manner of Selection and Term of Office. The Board of Directors shall consist of the Officers of the League, seven elected Directors and not more than seven appointed Directors. The elected Directors shall be elected by the Convention and shall serve for a period of two years following election or until their successors have been elected and qualified. The elected members shall appoint such additional directors, not exceeding seven, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall be one year."

Section 2, third line: eliminate the words "voting" and "local".

Section 5, line 1: insert between "eight" and "meetings" the word "regular".

Section 5, line 3: strike out word "regular"

3. Page 3 proposed by-laws ARTICLE V, Sec. 6: Change to read as follows:

"Sec. 6. Quorum Seven members of the Board of Directors shall constitute a quorum."

4. Page 3 Proposed by-laws, ARTICLE VI (Officers)

Section 1: Change to read as follows:

"Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Minnesota shall be a President, a first Vice President, a second Vice President, a Secretary and a Treasurer. They shall hold office for a period of two years following election or until their successors have been elected and qualified. The President, First Vice President and Treasurer shall be elected at the annual convention in the odd years; the Second Vice President and the Secretary shall be elected at the annual convention in the even years."

Section 2., lines 3 and 4, sentence beginning "She may":

Eliminate words "in the absence or disability of the Treasurer".

Sec. 5., line two: change word "collect" to "bill".

5. Page 4 Proposed by-laws, ARTICLE VII (Finance)

Sec. 2., lines 1 and 2: Eliminate the words "or Council"

6. Page 4 Proposed by-laws, ARTICLE VIII (Convention)

Sec. 4, fourth line: to read as follows:

"voting members and one delegate for every thirty additional voting "

(no decision was reached as to the maximum number of delegates from one local league)

We hope that after the proposed by-laws have been submitted to the local leagues and we have their reactions to them that we may be able to have a committee meeting here at the office. In the meantime we will rely upon correspondence to get the by-laws in shape.

Sincerely yours,

Mrs. Harold G. Cant.
Chairman By-laws Committee

PROPOSED BY-LAWS

(For presentation to 1947 State Convention)

ARTICLE I.

Section 1. The name of this corporation shall be the League of Women Voters of Minnesota. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II.

Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters of Minnesota shall be to promote political responsibility through informed and active participation of citizens in government.

Sec. 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the platform of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III.

Membership

Section 1. Local Leagues. The League of Women Voters of Minnesota shall be composed of the local Leagues, which have been recognized by the League of Women Voters of the United States, and of members-at-large.

Sec. 2. Members-at-large. Members at large shall be members who reside outside the area of a local League. They shall pay annual dues of Two Dollars (\$2.00). This shall cover subscriptions to ACTION and to the Articulate Voter.

Sec. 3. College Leagues. The Board with the authority of the Convention may provide for the organization of College Leagues and prescribe the conditions of granting and withdrawing recognition.

ARTICLE IV.

Local Leagues

Section 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Sec. 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national Convention, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of Minnesota.

Sec. 3. Withdrawal of Recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that

recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Sec. 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

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 League, seven elected Directors and not more than seven appointed Directors. The elected Directors shall be elected by the Convention and shall serve for a period of two years following election or until their successors have been elected and qualified. The elected members shall appoint such additional directors, not exceeding seven, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall be one year.

Sec. 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless she is a member of a League of Women Voters in the state of Minnesota. The absence of a member of the Board from three consecutive meetings without notice may be regarded as a resignation from the Board.

Sec. 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

Sec. 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 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 League of Women Voters of the United States for the organization and development of local Leagues, for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Sec. 5. Regular Meetings. There shall be at least eight regular meetings of the Board of Directors annually. The President shall notify each member of the Directors of all meetings at least one week before any such meeting. 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. The President shall call a meeting of the Board of Directors upon the written request of five members of the Board.

Sec. 6. Quorum. Seven members of the Board of Directors shall constitute a quorum.

Sec. 7. Executive Committee. The Board of Directors shall designate seven of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Annual Convention or to any action of the Board. The action of the Executive Committee must be presented to the Board of Directors for approval at its next regular meeting.

ARTICLE VI. Officers

Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Minnesota shall be a President, a first Vice President, a second Vice President, a Secretary and a Treasurer. They shall hold office for a period of two years following election or until their successors have been elected and qualified. The President, First Vice President and Treasurer shall be elected at the annual convention in the odd years; the Second Vice President and the Secretary shall be elected at the annual convention in the even years.

Sec. 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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 Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity the Board of Directors shall elect one of their members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Sec. 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Sec. 5. The Treasurer. The Treasurer, or her duly appointed assistant shall bill and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at their regular meetings and an annual report to the Convention, including a report of the Jane Grey Swisshelm Fund. The books of the Treasurer shall be audited by an Auditing Committee appointed by the Board of Directors.

ARTICLE VII. Finance

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Minnesota shall commence on the first of May of each year.

Sec. 2. Budget. The Board shall submit to the Convention for adoption a budget for the ensuing year. This budget shall provide for the support

of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the annual Convention.

Sec. 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months in advance of the Convention. The Treasurer shall be ex-officio a member of the Budget Committee but shall not be eligible to serve as chairman.

Sec. 4. The Jane Grey Swisshelm Fund. All moneys, securities, and property of whatever nature, which the League of Women Voters of Minnesota may receive by gift, bequest or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as "The Jane Grey Swisshelm Fund". This fund shall be invested or deposited in a bank as designated by the Board of Directors.

ARTICLE VIII. Convention

Section 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of Minnesota shall be held annually some time between the first of April and the thirty-first of May. The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than three months prior to the date of the Convention. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before the fixed Convention date.

Sec. 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Sec. 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of Minnesota.

Sec. 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of Minnesota. Each 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.

Sec. 4. Representation. The members of the League of Women Voters of the United States who are organized into recognized local Leagues in the State of Minnesota shall be entitled to two delegates for the first fifteen voting members and one delegate for every thirty (30) additional voting members or major fraction thereof belonging to said local League on January 1st of said year, provided that no local League may have more than _____ delegates accredited to the Convention. The record in the state office of paid-up voting members shall determine the official membership count for this purpose.

Sec. 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented. A majority vote of the convention shall be required for any such action provided that not less than one-half ($\frac{1}{2}$) of the local Leagues in Minnesota are represented.

ARTICLE IX.
Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee shall be filled by the Board of Directors. The President of the League of Women Voters of Minnesota shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

Sec. 2. Suggestions by Local Leagues. Suggestions for nominations by local Leagues shall be sent by the president or secretary of such local league to the chairman of the Nominating Committee at least three months before the Convention.

Sec. 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Sec. 4. Election. The election shall be in charge of an Election Committee appointed by the President on the first day of the Convention. The election shall be by ballot, except when there is but one nominee for each office it shall be in order to move that the Secretary cast the ballot for every candidate. A majority vote of those present and qualified to vote and voting shall constitute an election.

ARTICLE X.
Program

Section 1. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- (a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues four months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the Local League boards at least two months prior to the Convention.
- (b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.

- (c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- (d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- (e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention, provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.

Sec. 2. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Sec. 3. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

ARTICLE XI.

National Convention and Council

Section 1. National Convention. The Board of Directors shall elect two delegates to the Convention of the League of Women Voters of the United States at its meeting immediately preceding such Convention.

Sec. 2. National Council The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting.

ARTICLE XII.

Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIII.

Amendments

Section 1. Amendments. These By-laws may be amended by a two-thirds vote of those present and voting at any annual Convention, previous notice of the subject matter of the amendments having been given to the Board at least thirty (30) days in advance.

LEAGUE OF WOMEN VOTERS OF MINNESOTA

FILE COPY

BY-LAWS

(As adopted by 1947 State Convention)

ARTICLE I.

Section 1. The name of this corporation shall be the League of Women Voters of Minnesota. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II.

Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters of Minnesota shall be to promote political responsibility through informed and active participation of citizens in government.

Sec. 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the platform of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III.

Membership

Section 1. Local Leagues. The League of Women Voters of Minnesota shall be composed of the local Leagues, which have been recognized by the League of Women Voters of the United States, and of members-at-large.

Sec. 2. Members-at-large. Members at large shall be members who reside outside the area of a local League. They shall pay annual dues of Two Dollars (\$2.00). This shall cover subscriptions to ACTION and to the Articulate Voter.

Sec. 3. College Leagues. The Board with the authority of the Convention may provide for the organization of College Leagues and prescribe the conditions of granting and withdrawing recognition.

ARTICLE IV.

Local Leagues

Section 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Sec. 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national Convention, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of Minnesota.

Sec. 3. Withdrawal of Recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Sec. 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

ARTICLE V. Officers

Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Minnesota shall be a President, a first Vice President, a second Vice President, a Secretary and a Treasurer. They shall hold office for a period of two years following election or until their successors have been elected and qualified. The President, First Vice President and Treasurer shall be elected at the annual convention in the odd years; the Second Vice President and the Secretary shall be elected at the annual convention in the even years, except that in the year 1947 the second vice president and the secretary shall be elected for one year only.

Sec. 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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 Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity the Board of Directors shall elect one of their members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Sec. 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Sec. 5. The Treasurer. The Treasurer, or her duly appointed assistant shall bill and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at their regular meetings and an annual report to the Convention, including a report of the Jane Grey Swisshelm Fund. The books of the Treasurer shall be audited by an Auditing Committee appointed by the Board of Directors.

ARTICLE VI.
Board of Directors

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the Officers of the League, seven elected Directors and not more than seven appointed Directors. The elected Directors shall be elected by the Convention and shall serve for a period of two years following election or until their successors have been elected and qualified. Four Directors shall be elected in the odd years and three in the even years, except that in the year 1947, four Directors shall be elected for two-year terms and three Directors for one-year terms. The elected members shall appoint such additional directors, not exceeding seven, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall be one year.

Sec. 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless she is a member of a League of Women Voters in the State of Minnesota. The absence of a member of the Board from three consecutive meetings without notice may be regarded as a resignation from the Board.

Sec. 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

Sec. 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 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 League of Women Voters of the United States for the organization and development of local Leagues, for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Sec. 5. Regular Meetings. There shall be at least eight regular meetings of the Board of Directors annually. The President shall notify each member of the Directors of all meetings at least one week before any such meeting. 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. The President shall call a meeting of the Board of Directors upon the written request of five members of the Board.

Sec. 6. Quorum. Seven members of the Board of Directors shall constitute a quorum.

Sec. 7. Executive Committee. The Board of Directors shall designate six of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Annual Convention or to any action of the Board. The action of the Executive Committee must be presented to the Board of Directors for approval at its next regular meeting.

ARTICLE VII.
Finance

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Minnesota shall commence on the first of April of each year.

Sec. 2. Budget. The Board shall submit to the Convention for adoption a budget for the ensuing year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the annual Convention.

Sec. 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months in advance of the Convention. The Treasurer shall be ex-officio a member of the Budget Committee but shall not be eligible to serve as chairman.

Sec. 4. The Jane Grey Swisshelm Fund. All moneys, securities, and property of whatever nature, which the League of Women Voters of Minnesota may receive by gift, bequest or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as "The Jane Grey Swisshelm Fund". This fund shall be invested or deposited in a bank as designated by the Board of Directors.

ARTICLE VIII.
Convention

Section 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of Minnesota shall be held annually some time between the first of April and the thirty-first of May. The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than two months prior to the date of the Convention. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before the fixed Convention date.

Sec. 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Sec. 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of Minnesota.

Sec. 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of Minnesota. Each 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.

Sec. 4. Representation. The members of the League of Women Voters of the United States who are organized into recognized local Leagues in the State of Minnesota shall be entitled to two delegates for the first fifteen voting members and one delegate for every thirty (30) additional voting members or major fraction thereof belonging to said Local League on January 1st of said year. The record in the state office of paid-up voting members shall determine the official membership count for this purpose.

Sec. 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented. A majority vote of the convention shall be required for any such action provided that not less than one-half ($\frac{1}{2}$) of the local Leagues in Minnesota are represented.

ARTICLE IX.

Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee shall be filled by the Board of Directors. The President of the League of Women Voters of Minnesota shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

Sec. 2. Suggestions by Local Leagues. Suggestions for nominations by local Leagues shall be sent by the president or secretary of such local league to the chairman of the Nominating Committee at least two months before the Convention.

Sec. 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Sec. 4. Election. The election shall be in charge of an Election Committee appointed by the President on the first day of the Convention. The election shall be by ballot, except when there is but one nominee for each office it shall be in order to move that the Secretary cast the ballot for every candidate. A majority vote of those present and qualified to vote and voting shall constitute an election.

ARTICLE X.

Program

Section 1. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- (a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues four months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the Local League boards at least two months prior to the Convention.

- (b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three

weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.

- (c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- (d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- (e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention and new items submitted, provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.
- (f) Active work for measures previously supported by the league but not enacted into law shall be resumed.

Sec. 2. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Sec. 3. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

ARTICLE XI.

National Convention and Council

Section 1. National Convention. The Board of Directors shall elect two delegates to the Convention of the League of Women Voters of the United States at its meeting immediately preceding such Convention.

Sec. 2. National Council The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting.

ARTICLE XII.

Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIII.

Amendments

Section 1. Amendments. These By-laws may be amended by a two-thirds vote of those present and voting at any annual Convention, previous notice of the subject matter of the amendments having been given to the Board at least thirty (30) days in advance.

League of Women Voters of the U.S.
726 Jackson Place
Washington 6, D. C.

February, 1950
Price: 14¢

Authorization for the organization of state Leagues is given in the By-laws of the League of Women Voters of the United States:

"ARTICLE V
State Leagues

Sec. 1. Purpose. Local Leagues may be organized into state Leagues in order to take action on state governmental matters.

Sec. 2. How Composed. A state League shall be composed of all recognized local Leagues within that state.

Sec. 3. Recognition. State Leagues shall be organized in conformity with recognition standards formulated by the Board of Directors and adopted by the Convention."

MODEL BY-LAWS FOR A STATE LEAGUE

ARTICLE I

Sec. 1. The name of this organization (or corporation) shall be the League of Women Voters of ____ (state) _____. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II

Purpose and Policy

Sec. 1. Purpose. The purpose of the League of Women Voters of _____ shall be to promote political responsibility through informed and active participation of citizens in government.

Sec. 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the Platform of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III

~~How Composed~~ *Membership*

Sec. 1. *How Composed* The League of Women Voters of _____ shall be composed of the local Leagues, which have been recognized by the League of Women Voters of the United States and members-at-large of the League of Women Voters of the United States residing within _____ (state) _____.

Sec. 2. Members-at-large. Members-at-large shall be women who reside outside the area of a local League. They shall pay annual dues of \$ _____.

(N.B. Dues for members-at-large should depend upon the service a state League is able to give. A \$5.00 membership should receive some special attention, such as personal letters, current national and state publications, material on current issues, etc.)

ARTICLE IV

Local Leagues

Sec. 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Sec. 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national Convention, the Board of Directors of the League of Women Voters of _____ shall recommend to the national Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of _____.

Sec. 3. Withdrawal of Recognition. When a local League re- currently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of _____ shall recommend to the national Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Sec. 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

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, _____ elected Directors and not more than _____ appointed Directors. (The appointed Directors shall not exceed the elected Directors in number.) The elected Directors shall be elected by the Convention and shall serve until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding _____, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall expire concurrently with the term of office of the elected Directors.

(N.B. State Leagues may wish to vary the numbers of Directors according to their individual needs. Seventeen members is the recommended maximum for a Board of Directors. Experience

has proved that a small board is more closely knit and functions better as a unit than does a large board. Another factor to be considered is the cost of attendance at Board Meeting which is a rightful charge against the state League budget and should be provided in it.)

Sec. 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this organization (or Corporation) unless she is a voting member of a local League of Women Voters in the state of _____.

Sec. 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of the resignation, death, or disqualification of an officer or elected member shall be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

Sec. 4. Powers and Duties. The Board of Directors shall have full charge of the property and business of the organization (or corporation) with full power and authority to manage and conduct the same, subject to the instructions of the Convention. 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 League of Women Voters of the United States for the organization and development of local Leagues for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Sec. 5. Regular Meetings. There shall be at least _____ regular meetings of the Board of Directors annually. The President shall notify each member of the Board of Directors of all regular meetings by mailing to each member's last known post office address, at least two weeks before any such meeting, notice thereof, giving the time and the place of the meeting. 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.

Sec. 6. Special Meetings. 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. Members of the Board shall be notified of the time and place of special meetings by telegram or letter sent at least six days prior to such meeting, provided, however, that during a Convention the President may, or upon the request of five members of the Board shall, 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.

Sec. 7. Quorum. A majority of the members of the Board of Directors shall constitute a quorum and a majority of the members in attendance at any Board meeting shall, in the presence of a quorum, decide its action.

(N.B. Executive Committee. These By-laws purposely do not provide for an executive committee. Board planning should be of sufficiently long range quality to take care of most matters which might arise. Should an executive committee be

desired, it might be well to write in that section a provision that the action of the executive committee be presented to the Board for approval at its next regular meeting.)

ARTICLE VI
Officers

Sec. 1. Enumeration and Election of Officers. The Officers of the League of Women Voters of _____ shall be a President, a first Vice-President, a second Vice-President, a Secretary, and a Treasurer. They shall hold office until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified.

Sec. 2. The President. The President shall preside at all meetings of the organization and of the Board of Directors unless she shall designate someone to preside in her stead. She may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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-Presidents. The two Vice-Presidents, in the order of their rank, shall, in the event of absence, resignation, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice-President is able to serve in this capacity the Board of Directors shall elect one of their members to fill the vacancy. The Vice-Presidents shall perform such other duties as the President and Board may designate.

Sec. 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Sec. 5. The Treasurer. The Treasurer, or her duly appointed assistant shall collect and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at their regular meetings and an annual report to the Convention or Council. The books of the Treasurer shall be audited annually (optional: by a certified public accountant,) prior to the Convention in Convention years or to the meeting of the Council in non-Convention years.

ARTICLE VII
Financial Administration

Sec.1. Fiscal Year. The fiscal year of the League of Women Voters of _____ shall commence on the first of April of each year.

Sec. 2. Budget. The Board shall submit to the Convention or Council for adoption a budget for the ensuing year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the Convention or Council.

Sec. 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months 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 chairman.

ARTICLE VIII Convention

Sec. 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of _____ shall be held biennially. The time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than three months 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 not more than two weeks from the date fixed in the first call. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before Convention.

Sec. 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Sec. 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of _____.

Sec. 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of _____. Each 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.

Sec. 4. Representation. The members of the League of Women Voters of the United States who are organized into recognized local Leagues in the state of _____ shall be entitled to one delegate for the first 15 voting members and one delegate for every _____ additional voting members or major fraction thereof belonging to said local League on January 1st of said year, provided that no local League may have more than _____ delegates accredited to the Convention. The record in the state office of paid up voting members shall determine the official membership count for this purpose.

(N.B. Number and size of Leagues in a state as well as the limit on the number in the delegate body will determine the basis of representation for a state Convention. Each state League must decide what constitutes equitable representation for the local Leagues within its own state.)

Sec. 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented.

Sec. 6. Quorum. A quorum shall consist of a majority of the delegates registered at the Convention provided that not less than _____ local Leagues are represented.

(N.B. Biennial Conventions with state Council meetings in the intervening years is suggested as the best practice for state Leagues. It is suggested that states which consider an annual Convention better than one meeting every two years make provision that elections take place every two years specifying that it be the even-or-odd-numbered years of that half the Board members be elected in even-numbered years and half in odd-numbered years in order that all Board members have two year terms.)

ARTICLE IX
Nominations and Elections

Sec. 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee by reason of death, resignation or disqualification shall be filled by the Board of Directors. The President of the League of Women Voters of _____ shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

(N.B. If a Nominating Committee is appointed soon after the Convention it gives the members two years to observe the abilities of members whom they meet. It is particularly helpful for the members of the Nominating Committee to be delegates to the Council the following year.)

Sec. 2. Suggestions by Local Leagues. Suggestions for nominations by local Leagues shall be sent by the president or secretary of such local League to the chairman of the Nominating Committee at least three months before the Convention.

Sec. 3. Report of Nominating Committee and Nominations from Floor.

The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Sec. 4. The election shall be in charge of an Election Committee appointed by the President on the first day of the Convention. The election shall be by ballot, except when there is but one nominee for each office it shall be in order to move that the Secretary cast the ballot for every candidate. A majority vote of those present and qualified to vote and voting shall constitute an election by ballot.

ARTICLE X
Program

Sec. 1. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues four months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the local League boards at least two months prior to the Convention.
- b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to

the Convention at which time the Board may modify the proposed Current Agenda.

- c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention, provided that 1) the Convention shall order consideration by a two-thirds vote; 2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and 3) the Convention adopts the change by a two-thirds vote.

Sec. 2. Member Action. Members may act in the name of the League of Women Voters of _____ only when authorized to do so by the Board of Directors.

Sec. 3. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of _____.

(N.B. Some state Leagues now divide their programs into a Platform and a Current Agenda. Actually the Platform of the League of Women Voters of the United States is equally applicable to national and state issues and is the Platform of the whole League of Women Voters. If any state wishes to set up a Platform as an integral part of its own Program, a provision for it should be written as Section 1 of this Article and should follow in form the similar section in the national By-laws.)

ARTICLE XI Council

Sec. 1. Composition. The Council shall be composed of the Board of Directors of the League of Women Voters of _____, the Presidents of

local Leagues and one delegate chosen by each local League.

Sec. 2. Place, Date, Call and Notification. A meeting of the Council shall be held in the interim year between Conventions, approximately twelve months after the preceding Convention. The time and place of the meeting shall be determined by the Board of Directors. A formal call shall be sent by the President to the presidents of the local Leagues at least thirty days before a Council meeting. Special meetings may be called in case of extreme emergency.

Sec. 3. Authorization for Action. The Council shall consider program, methods of work, and budget as submitted by the Board of Directors. The Council is authorized to make such modifications in program as shall be necessary to meet altered conditions, provided that notice of proposed modifications of the program shall have been sent to the presidents of the local Leagues at least two months in advance of the meeting of the Council, and provided also that a two-thirds majority of the members of the Council present and voting shall be required to adopt the modification. The Council shall adopt a budget for the ensuing year and shall transact such other business as shall be presented.

Sec. 4. Quorum. A quorum shall consist of not less than ten members other than the Board of Directors for the transaction of business at a Council Meeting.

ARTICLE XII

National Convention and Council

Sec. 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 to that Convention in the number allotted the League of Women Voters of _____ under the provisions of the by-laws of the League of Women Voters of the United States.

Sec. 2. National Council. The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting.

(N.B. It would be assumed the President of the state League would be one of the delegates to both the Convention and Council, and the By-laws might so state. The machinery, however devised, for having the local Leagues in any state elect the other delegate is cumbersome so the practical and representative way, as well, is to have the election by the Board of Directors. If the state Convention were held before the National Convention, the delegates could be nominated by the state Board and elected by Convention.)

ARTICLE XIII
Parliamentary Authority

Sec. 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the organization (or corporation) in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIV
Amendments

Sec. 1. Amendments. Amendments to these By-laws may be proposed by any League board, provided such proposed changes shall be submitted to the Board of Directors at least three months prior to a Convention. All such proposed amendments shall be sent by the Board to the presidents of all local Leagues at least two months prior to a Convention together with the recommendations of the Board of Directors. The presidents of all local Leagues shall notify the members of their respective Leagues of the proposed amendments. The failure of a local League president to give such notice or failure of any member to receive such notice shall not invalidate amendments to the By-laws which may be adopted by a two-thirds vote at any Convention.

LEAGUE OF WOMEN VOTERS OF MINNESOTA

Duplicate
FILE COPY

BY-LAWS

(As revised by 1951 State Convention)

* * * *

ARTICLE I.

Section 1. The name of this corporation shall be the League of Women Voters of Minnesota. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II.

Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters of Minnesota shall be to promote political responsibility through informed and active participation of citizens in government.

Section 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the platform of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III.

Membership

Section 1. Local Leagues. The League of Women Voters of Minnesota shall be composed of the local Leagues, which have been recognized by the League of Women Voters of the United States, and of members-at-large.

Section 2. Members-at-large. Members-at-large shall be members who reside outside the area of a local League. They shall pay annual dues of Two Dollars (\$2.00). This shall cover subscriptions to ACTION and to the Articulate Voter.

Section 3. College Leagues. The Board with the authority of the Convention may provide for the organization of College Leagues and prescribe the conditions of granting and withdrawing recognition.

ARTICLE IV.

Local Leagues

Section 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Section 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national convention, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of Minnesota.

Section 3. Withdrawal of Recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Section 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

ARTICLE V. Officers

Section 1. Enumeration and Election of Officers. The officers of the League of Women Voters of Minnesota shall be a President, a first Vice President, a second Vice President, a Secretary and a Treasurer. They shall hold office for a period of two years following election or until their successors have been elected and qualified. The President, First Vice President and Treasurer shall be elected at the annual convention in the odd years; the Second Vice President and the Secretary shall be elected at the annual convention in the even years, except that in the year 1947 the second vice president and the secretary shall be elected for one year only.

Section 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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.

Section 3. The Vice Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity the Board of Directors shall elect one of their members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Section 5. The Treasurer. The Treasurer, or her duly appointed assistant shall bill and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at their regular meetings and an annual report to the Convention, including a report of the Jane Grey Swisshelm Fund. The books of the Treasurer shall be audited by an Auditing Committee appointed by the Board of Directors.

ARTICLE VI.
Board of Directors

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the Officers of the League, seven elected Directors and not more than seven appointed Directors. The elected Directors shall be elected by the Convention and shall serve for a period of two years following election or until their successors have been elected and qualified. Four Directors shall be elected in the odd years and three in the even years, except that in the year 1947, four Directors shall be elected for two-year terms and three Directors for one-year terms. The elected members shall appoint such additional directors, not exceeding seven, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall be one year.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless she is a member of a League of Women Voters in the State of Minnesota. The absence of a member of the Board from three consecutive meetings without notice may be regarded as a resignation from the Board.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

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 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 League of Women Voters of the United States for the organization and development of local Leagues, for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Regular Meetings. There shall be at least eight regular meetings of the Board of Directors annually. The President shall notify each member of the Directors of all meetings at least one week before any such meeting. 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. The President shall call a meeting of the Board of Directors upon the written request of five members of the Board.

Section 6. Quorum. Seven members of the Board of Directors shall constitute a quorum.

Section 7. Executive Committee. The Board of Directors shall designate six of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Annual Convention or to any action of the Board. The action of the Executive Committee must be presented to the Board of Directors for approval at its next regular meeting.

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ARTICLE VII.
Finance

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Minnesota shall commence on the first of April of each year.

Section 2. Budget. The Board shall submit to the Convention for adoption a budget for the ensuing year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the annual Convention.

Section 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months in advance of the Convention. The Treasurer shall be ex-officio a member of the Budget Committee but shall not be eligible to serve as chairman.

Section 4. The Jane Grey Swisshelm Fund. All moneys, securities, and property of whatever nature, which the League of Women Voters of Minnesota may receive by gift, bequest or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as "The Jane Grey Swisshelm Fund". This fund shall be invested or deposited in a bank as designated by the Board of Directors.

ARTICLE VIII.
Convention

Section 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of Minnesota shall be held annually some time between the first of April and the thirty-first of May. The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than two months prior to the date of the Convention. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before the fixed Convention date.

Section 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Section 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of Minnesota.

Section 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of Minnesota. Each 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 League of Women Voters of the United States who are organized into recognized local Leagues in the State of Minnesota shall be entitled to two delegates for the first fifteen voting members and one delegate for every thirty (30) additional voting members or major fraction thereof belonging to said local League on January 1st of said year. The record in the state office of paid-up voting members shall determine the official membership count for this purpose.

Section 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented. A majority vote of the convention shall be required for any such action provided that not less than one-half ($\frac{1}{2}$) of the local Leagues in Minnesota are represented.

ARTICLE IX.
Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee shall be filled by the Board of Directors. The President of the League of Women Voters of Minnesota shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

Section 2. Suggestions by Local Leagues. Suggestions for nominations by local Leagues shall be sent by the president or secretary of such local League to the chairman of the Nominating Committee at least two months before the Convention.

Section 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Section 4. Election. The election shall be in charge of an Election Committee appointed by the President on the first day of the Convention. The election shall be by ballot, except when there is but one nominee for each office it shall be in order to move that the Secretary cast the ballot for every candidate. A majority vote of those present and qualified to vote and voting shall constitute an election.

ARTICLE X
Program

Section 1. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- (a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues four months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the Local League boards at least two months prior to the Convention.

- (b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.
- (c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- (d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- (e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention and new items submitted, provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.
- (f) Active work for measures previously supported by the League but not enacted into law shall be resumed.

Section 2. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Section 3. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

ARTICLE XI

National Convention and Council

Section 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 elect delegates to that Convention in the number allotted the League of Women Voters of Minnesota under the provisions of the by-laws of the League of Women Voters of the United States.

Section 2. National Council. The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting.

ARTICLE XII.

Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIII.

Amendments

Section 1. Amendments. These By-laws may be amended by a two-thirds vote of those present and voting at any annual Convention, previous notice of the subject matter of the amendments having been given to the Board at least thirty (30) days in advance.

LEAGUE OF WOMEN VOTERS

OF THE UNITED STATES

1026 17TH STREET, N. W.



WASHINGTON 6, D. C.

MRS. JOHN G. LEE
President

February 11, 1953

FILE COPY
*Bart - this is an answer
Da quick postcard I
sent a couple weeks
ago - Do you think
it should be followed
up? (7 or more times)
Pace*

Mrs. Harold L. Wilson
Organization Secretary
84 South Tenth Street, Room 406
Minneapolis 2, Minnesota

Dear Mrs. Wilson:

Thank you for your card of February 2, telling us of your problem in revising your By-laws to make provision for a state biennial convention.

The problem you posed is not an easy one for solution. If you have an item on your current agenda that may be enacted by your legislature before the program period is completed - or even, as you suggest, before the League of Women Voters convention meets - and you feel relatively sure that this is likely to happen - you might explore the possibility of moving this item to the platform, or to continuing responsibilities, and ask the convention to give the Board clear indication of the extent to which the Board should be active on this item.

The advice of some of the other states in this matter may be of help to you. Massachusetts had been carrying an item on its current agenda on Protection of Civil Rights. In 1950-51 they moved this item to Continuing Responsibilities. Illinois had a current agenda item for Constitutional Convention in 1949-51. The gateway amendment was passed. Their current agenda item for 1951-53 is "Basic Constitutional revision to provide for.....etc."

I am sure that our national Board member from Massachusetts, Mrs. Moses Lurie, and the one from Illinois, Mrs. Orville Foreman, could tell you in greater detail how their state Leagues handled this sort of problem. Mrs. Lurie's address is 160 Goden Street, Belmont, Massachusetts, and Mrs. Foreman's is 1313 Mound Avenue, Jacksonville, Illinois.

Yours sincerely,

Beatrice Rieck Pierce

Mrs. Newton L. Pierce
Organization Secretary

February 6, 1953

Mrs. John G. Lee, President
League of Women Voters
1026 Seventeenth Street N. W.
Washington 6, D. C.

Dear Mrs. Lee:

Enclosed is a copy of the amendments to our state By-Laws which our Board is proposing to the local Leagues. We would appreciate your reviewing these changes and replying to us before March 1st. The amendments will be sent to local Leagues on approximately March 15th.

As you can see the majority of these changes deal with biennial conventions and councils. We neglected, however, to provide for the election of those officers and directors whose terms will expire in 1954. If you could give us some advice on handling this, we would very much appreciate it.

Sincerely,

Mrs. K. K. McMillan
President

LEAGUE OF WOMEN VOTERS

OF THE UNITED STATES

1026 17TH STREET, N. W.



WASHINGTON 6, D. C.

MRS. JOHN G. LEE
President

February 18, 1953

Mrs. Kenneth McMillan
President, League of Women Voters
of Minnesota
84 South Tenth Street - Room 406
Minneapolis 2, Minnesota

Dear Mrs. McMillan:

Mrs. Lee has asked me to thank you for your letter of February 6th in regard to the proposed amendments to your By-laws.

We have received these amendments and find them entirely in order.

As to the directors whose terms are to expire in 1954, could you reelect them this spring for the extra year to last until 1955? Or if you do not wish to extend their term to three years, which is, in effect, what you would be doing, could you ask the convention to vote to grant the state Board the authority to appoint members to the Board to fill these vacancies for this particular period. Actually, the Board has the power to fill vacancies, in any case, but asking for the convention to vote upon it would probably make you feel on surer ground.

While you are amending your By-laws, may we suggest that you consider the advisability of revising Article III, section 3? If you will refer to Article VI of the national By-laws, you will see where it is the responsibility of the national Board, rather than the state Board, to grant and withdraw recognition from college Leagues. Recognition standards for college Leagues were adopted by the national convention and revised last April in Cincinnati, if you will remember.

This is practically an academic question since there are so few college Leagues left. However, we feel obligated to bring it to your attention, since the first three articles of all our By-laws should conform with the national By-laws.

I hope this won't be too much of a nuisance!

Sincerely yours,

Beatrice Rich Pierce

Mrs. Newton L. Pierce
Organization Secretary

League of Women Voters of Minnesota
Room 406, 84 South Tenth Street
Minneapolis 3, Minnesota

March 1953

Additional copies - 4¢

PROPOSED AMENDMENTS TO THE BY-LAWS OF THE
LEAGUE OF WOMEN VOTERS OF MINNESOTA FOR ACTION AT
THE CONVENTION IN 1953

SECTION A

The amendments in Section A are proposed by the state Board of Directors to provide for a biennial, rather than an annual, state convention.

1. To amend ARTICLE V, Section 1 by substituting the following for the present section:

The Officers of the League of Women Voters of Minnesota shall be a President, a first Vice-President, a second Vice-President, a Secretary, and a Treasurer. They shall hold office until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified.

This amendment would provide for the biennial election of officers.

2. To amend ARTICLE V, Section 5 by substituting the following for the last two sentences of that section:

She shall present periodic statements to the Board at its regular meetings and an annual report, including a report of the Jane Grey Swisshelm Fund, to the Convention or Council. The books of the Treasurer shall be audited annually prior to the Convention in Convention years or to the meeting of the Council in non-Convention years.

This amendment would provide for an annual treasurer's report to both the Convention and the Council Meeting. It would also change the present requirement of appointing an Auditing Committee. The usual practice has been to appoint one person as auditor.

3. To amend ARTICLE VI, Section 1 by substituting the following for the present section:

The Board of Directors shall consist of the Officers of the League, six elected Directors and not more than six appointed Directors. The elected Directors shall be elected by the Convention and shall serve until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding six, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall expire concurrently with the term of office of the elected Directors.

This amendment provides for the biennial election of Directors. It also changes the number of elected and appointed Directors from seven to six. This is in line with the nationally recommended maximum of 17 Board members.

4. To amend ARTICLE VII, Sections 2 and 3 by inserting the words "or Council" in the proper places.

These changes would provide for an annual budget to be adopted at the Council Meeting as well as at the Convention.

5. To amend ARTICLE VIII, Section 1 by substituting the following for the present section:

A Convention of the League of Women Voters of Minnesota shall be held biennially in the odd-numbered years not later than the thirty-first of May. The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than three months prior to the date of the Convention fixed in said call. Thereafter the Board of Directors may advance or postpone the opening date of the Convention not more than two weeks from the date fixed in the first call. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before Convention.

This amendment would provide for a biennial convention. It would also change the date of the first call to convention from two to three months prior to the convention.

6. To amend ARTICLE X, Section 1 (a) by substituting "three months prior to the Convention" for the present "four months prior to the Convention."

This change is proposed to allow Leagues an additional month for determining their state Program suggestions. Since the biennial convention would be held in the odd-numbered years, alternate from the national convention, program suggestions would have to be made while the legislature is in session. The additional month may be helpful in determining the possible outcome of legislation.

7. To substitute the following for the present ARTICLE XI and to change the present ARTICLES XI, XII, XIII to ARTICLES XII, XIII, and XIV respectively.

ARTICLE XI Council

Section 1. Composition. The Council shall be composed of the Board of Directors of the League of Women Voters of Minnesota, the Presidents of local Leagues and one delegate chosen by each local League.

Section 2. Place, Date, Call and Notification. A meeting of the Council shall be held in the interim year between Conventions, approximately twelve months after the preceding Convention. The time and place of the meeting shall be determined by the Board of Directors. A formal call shall be sent by the President to the presidents of the local Leagues at least thirty days before a Council meeting. Special meetings may be called in case of extreme emergency.

Section 3. Authorization for Action. The Council shall consider program, methods of work, and budget as submitted by the Board of Directors. The Council is authorized to make such modifications in program as shall be necessary to meet altered conditions, provided that notice of proposed modifications of the program shall have been sent to the presidents of the local Leagues at least two months in advance of the meeting of the Council, and provided also that a two-thirds majority of the members of the Council present and voting shall be required to adopt the modification. The Council shall adopt a budget for the current year and shall transact such other business as shall be presented.

Section 4. Quorum. A quorum shall consist of not less than twenty members other than the Board of Directors for the transaction of business at a Council Meeting.

This amendment would provide for a Council Meeting in the interim years between Conventions. The section conforms to model state By-laws. Renumbering the present Articles puts them in the same order as national and model state by-laws.

SECTION B

The state Board also proposes the following amendments which do not deal with the biennial convention.

1. To amend ARTICLE III by deleting Section 3 and substituting the following for Section 1:

Section 1. How Composed. The League of Women Voters of Minnesota shall be composed of the local Leagues and the college Leagues, which have been recognized by the League of Women Voters of the United States, and members-at-large of the League of Women Voters of the United States residing within Minnesota.

This change with regard to College Leagues is necessary because it is the responsibility of the national Board, rather than the state Board, to grant and withdraw recognition from college Leagues.

2. To amend ARTICLE III, Section 2 by substituting "Three Dollars (\$3.00)" for the present "Two Dollars (\$2.00)", and by deleting the last sentence.

The present \$2 dues does not adequately cover the service and material which members-at-large receive. Since the national bulletin has changed its name from ACTION to NATIONAL VOTER, the last sentence in this section requires changing. Eliminating the sentence entirely will also eliminate the necessity for future changes.

3. To amend ARTICLE V, Section 3 by substituting "its" for "their" in line 5.
To amend ARTICLE VI, Section 5 by deleting "member" in line 3.

These are grammatical corrections.

4. To amend ARTICLE VI, Section 6 by substituting "nine" for "seven".

The Board feels that a quorum for state Board meetings should consist of a majority of its members.

5. To amend ARTICLE VII, Section 2 and ARTICLE VIII, Section 5 by substituting "current" for "ensuing".

Since the budget is adopted after the beginning of the fiscal year the word "current" is more correct than "ensuing."

6. To amend ARTICLE IX, Section 2 by substituting the following for the present section:

Section 2. Suggestions for Nominations. Suggestions for nominations may be sent by the President, Secretary or any member of a local League to the chairman of the Nominating Committee at least three months before Convention.

This change was made in the national By-laws in 1952. It encourages all League members, as well as League Boards, to send in suggestions to the nominating committee. It also requires that suggestions be sent in one month earlier than is now allowed under the present by-laws.

7. To amend ARTICLE IX, Section 4 by substituting the following for the present section:

The election shall be in charge of an Election committee appointed by the President on the first day of the convention. The election shall be by ballot, except:

- (a) When there is but one nominee for each office, it shall be in order to move that the Secretary cast a ballot for the entire slate;
- (b) When there is more than one nominee for some but not all of the offices, the following motions shall be in order:
 - (1) For each office for which there is more than one nominee, the election shall be by ballot;
 - (2) For the remainder of the slate, i.e., for all offices for which there is but one nominee, the Secretary may cast a ballot for such offices.

A majority of those present and qualified to vote and voting shall constitute an election.

This proposal will make election procedure easier should there ever be two nominees for one or more offices. Delegates could vote on the offices concerned and the Secretary could cast a single ballot for other nominees.

8. To amend ARTICLE X, Section 1 (e) by deleting the words "and new items submitted."

This change, which is in line with national and model by-laws, would mean that items which were not included on the Proposed Current Agenda could not be proposed on the floor of convention unless the item had been suggested to the state Board prior to the convention. This would allow the state Board and the local Leagues some time to evaluate the suggestion and to be ready to support or oppose its adoption.

9. To amend ARTICLE X by deleting Section 1 (f).

This part of our By-Laws does not conform to the national or model state by-laws. The section is very restrictive, not allowing the League "to change its mind" about supporting or opposing an item and not allowing Leagues to limit the work load of the Program.

10. To amend the present article dealing with amendments to these by-laws by substituting the following for the present article:

ARTICLE XIV Amendments

Amendments to these By-laws may be proposed by any League board, provided such proposed changes shall be submitted to the Board of Directors at least three months prior to a Convention. All such proposed amendments shall be sent by the Board to the presidents of all local Leagues at least two months prior to a Convention together with the recommendations of the Board of Directors. The presidents of all local Leagues shall notify the members of their respective Leagues of the proposed amendments. The failure of a local League president to give such notice or failure of any member to receive such notice shall not invalidate amendments to the By-laws. Amendments shall be adopted by a two-thirds vote at any Convention and shall become effective immediately upon adoption unless otherwise provided.

This change would more adequately define the amending procedure.

PROPOSED AMENDMENTS TO STATE BY-LAWS

Explanation: Proposed new wording is in capitals.
Proposed omissions are in ().

LEAGUE OF WOMEN VOTERS OF MINNESOTA

BY-LAWS

As adopted by the 1947 convention
and
As amended by the 1951 convention
and
As amended by the 1953 convention

ARTICLE I.

Section 1. The name of this corporation shall be the League of Women Voters of Minnesota. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II.

Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters of Minnesota shall be to promote political responsibility through informed and active participation of citizens in government.

Section 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the platform of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III.

Membership

Section 1. (Local Leagues.) HOW COMPOSED. The League of Women Voters of Minnesota shall be composed of the local Leagues AND THE COLLEGE LEAGUES, which have been recognized by the League of Women Voters of the United States, and (of) members-at-large OF THE LEAGUE OF WOMEN VOTERS OF THE UNITED STATES RESIDING WITHIN MINNESOTA.

Section 2. Members-at-large. Members-at-large shall be members who reside outside the area of a local League. They shall pay annual dues of (Two Dollars (\$2.00) ~~THREE DOLLARS (\$3.00)~~. (This shall cover subscriptions to ACTION and to the Articulate Voter.)

(Section 3. College Leagues. The Board with the authority of the Convention may provide for the organization of College Leagues and prescribe the conditions of granting and withdrawing recognition.)

ARTICLE IV.

Local Leagues

Section 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Section 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national convention, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the national Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of Minnesota.

Section 3. Withdrawal of Recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the national Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Section 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

ARTICLE V. Officers

Section 1. Enumeration and Election of Officers. The Officers of the League of Women Voters of Minnesota shall be a President, a first Vice President, a second Vice President, a Secretary and a Treasurer. They shall hold office UNTIL THE CONCLUSION OF THE NEXT REGULAR BIENNIAL CONVENTION OR UNTIL THEIR SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED. (for a period of two years following election or until their successors have been elected and qualified. The President, First Vice President and Treasurer shall be elected at the annual convention in the odd years; the Second Vice President and the Secretary shall be elected at the annual convention in the even years, except that in the year 1947 the second vice president and the secretary shall be elected for one year only.)

Section 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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.

Section 3. The Vice Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity the Board of Directors shall elect one of ITS (their) members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Section 5. The Treasurer. The Treasurer, or her duly appointed assistant shall bill and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at ITS (their) regular meetings and an annual report, INCLUDING A REPORT OF THE JANE GREY SWISSHELM FUND, to the Convention (including a report of the Jane Grey Swisshelm Fund,) OR COUNCIL. The books of the Treasurer shall be audited ANNUALLY PRIOR TO THE CONVENTION IN CONVENTION YEARS OR TO THE MEETING OF THE COUNCIL IN NON-CONVENTION YEARS. (by an Auditing Committee appointed by the Board of Directors.)

ARTICLE VI.
Board of Directors

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the Officers of the League, SIX (Seven) elected Directors and not more than SIX (Seven) appointed Directors. The elected Directors shall be elected by the Convention and shall serve UNTIL THE CONCLUSION OF THE NEXT REGULAR BIENNIAL CONVENTION (for a period of two years following election) or until their successors have been elected and qualified. (Four Directors shall be elected in the odd years and three in the even years, except that in the year 1947, four Directors shall be elected for two-year terms and three Directors for one-year terms.) The elected members shall appoint such additional directors, not exceeding SIX (seven), as they deem necessary to carry on the work of the League. THE TERM OF OFFICE OF THE APPOINTED DIRECTORS SHALL EXPIRE CONCURRENTLY WITH THE TERM OF OFFICE OF THE ELECTED DIRECTORS. (The term of office of the appointed Directors shall be one year.)

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless she is a member of a League of Women Voters in the State of Minnesota. The absence of a member of the Board from three consecutive meetings without notice may be regarded as a resignation from the Board.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

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 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 League of Women Voters of the United States for the organization and development of local Leagues, for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Regular Meetings. There shall be at least eight regular meetings of the Board of Directors annually. The President shall notify each (member) of the Directors of all meetings at least one week before any such meeting. 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. The President shall call a meeting of the Board of Directors upon the written request of five members of the Board.

Section 6. Quorum. NINE (Seven) members of the Board of Directors shall constitute a quorum.

Section 7. Executive Committee. The Board of Directors shall designate six of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Annual Convention or to any action of the Board. The action of the Executive Committee must be presented to the Board of Directors for approval at its next regular meeting.

ARTICLE VII.

Finance

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Minnesota shall commence on the first of April of each year.

Section 2. Budget. The Board shall submit to the Convention OR COUNCIL for adoption a budget for the CURRENT (ensuing) year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the annual Convention OR COUNCIL.

Section 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months 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 chairman.

Section 4. The Jane Grey Swisshelm Fund. All moneys, securities, and property of whatever nature, which the League of Women Voters of Minnesota may receive by gift, bequest or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift, but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as "The Jane Grey Swisshelm Fund". This fund shall be invested or deposited in a bank as designated by the Board of Directors.

ARTICLE VIII.

Convention

Section 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of Minnesota shall be held BIENNIALY IN THE ODD-NUMBERED YEARS NOT LATER THAN THE THIRTY-FIRST OF MAY. (annually some time between the first of April and the thirty-first of May.) The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of the local Leagues not less than THREE (two) months prior to the date of the Convention FIXED IN SAID CALL. THEREAFTER THE BOARD OF DIRECTORS MAY ADVANCE OR POSTPONE THE OPENING DATE OF THE CONVENTION NOT MORE THAN TWO WEEKS FROM THE DATE FIXED IN THE FIRST CALL. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before CONVENTION. (the fixed Convention date.)

Section 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Section 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of Minnesota.

Section 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of Minnesota. Each 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 League of Women Voters of the United States who are organized into recognized local Leagues in the State of Minnesota shall be entitled to two delegates for the first fifteen voting members and one delegate for every thirty (30) additional voting members or major fraction thereof belonging to said local League on January 1st of said year. The record in the state office of paid-up voting members shall determine the official membership count for this purpose.

Section 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the CURRENT (ensuing) year, and shall transact such other business as may be presented. A majority vote of the convention shall be required for any such action provided that not less than one-half ($\frac{1}{2}$) of the local Leagues in Minnesota are represented.

ARTICLE IX.

Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee shall be filled by the Board of Directors. The President of the League of Women Voters of Minnesota shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

FOR NOMINATIONS.

Section 2. Suggestions (by Local Leagues) Suggestions for nominations (by local Leagues shall) MAY be sent by the President (or), Secretary OR ANY MEMBER of A (such) local League to the chairman of the Nominating Committee at least THREE (two) months before (the) Convention.

Section 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before the date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Section 4. Election. The election shall be in charge of an Election Committee appointed by the President on the first day of the Convention. The election shall be by ballot, (except when there is but one nominee for each office it shall be in order to move that the Secretary cast the ballot for every candidate.)

EXCEPT:

- (a) WHEN THERE IS BUT ONE NOMINEE FOR EACH OFFICE, IT SHALL BE IN ORDER TO MOVE THAT THE SECRETARY CAST A BALLOT FOR THE ENTIRE SLATE;
- (b) WHEN THERE IS MORE THAN ONE NOMINEE FOR SOME BUT NOT ALL OF THE OFFICES, THE FOLLOWING MOTIONS SHALL BE IN ORDER:

- (1) FOR EACH OFFICE FOR WHICH THERE IS MORE THAN ONE NOMINEE, THE ELECTION SHALL BE BY BALLOT;
- (2) FOR THE REMAINDER OF THE SLATE, I. E., FOR ALL OFFICES FOR WHICH THERE IS BUT ONE NOMINEE, THE SECRETARY MAY CAST A BALLOT FOR SUCH OFFICES.

A majority of those present and qualified to vote and voting shall constitute an election.

ARTICLE X.
Program

Section 1. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- (a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues FOUR (three) months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the local League boards at least two months prior to the Convention.
- (b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.
- (c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- (d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- (e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention (and new items submitted), provided that [1] the Convention shall order consideration by a two-thirds vote; [2] the vote on the proposed change shall not be taken on the same day as the order for consideration; and [3] the Convention shall adopt the change by a two-thirds vote.
- (f) (Active work for measures previously supported by the League but not enacted into law shall be resumed.)

Section 2. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Section 3. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

ARTICLE XI.
COUNCIL

SECTION 1. COMPOSITION. THE COUNCIL SHALL BE COMPOSED OF THE BOARD OF DIRECTORS OF THE LEAGUE OF WOMEN VOTERS OF MINNESOTA, THE PRESIDENTS OF LOCAL LEAGUES AND ONE DELEGATE CHOSEN BY EACH LOCAL LEAGUE.

SECTION 2. PLACE, DATE, CALL AND NOTIFICATION. A MEETING OF THE COUNCIL SHALL BE HELD IN THE INTERIM YEAR BETWEEN CONVENTIONS, APPROXIMATELY TWELVE MONTHS AFTER THE PRECEDING CONVENTION. THE TIME AND PLACE OF THE MEETING SHALL BE DETERMINED BY THE BOARD OF DIRECTORS. A FORMAL CALL SHALL BE SENT BY THE PRESIDENT TO THE PRESIDENTS OF THE LOCAL LEAGUES AT LEAST THIRTY DAYS BEFORE A COUNCIL MEETING. SPECIAL MEETINGS MAY BE CALLED IN CASE OF EXTREME EMERGENCY.

SECTION 3. AUTHORIZATION FOR ACTION. THE COUNCIL SHALL CONSIDER PROGRAM, METHODS OF WORK, AND BUDGET AS SUBMITTED BY THE BOARD OF DIRECTORS. THE COUNCIL IS AUTHORIZED TO MAKE SUCH MODIFICATIONS IN PROGRAM AS SHALL BE NECESSARY TO MEET ALTERED CONDITIONS, PROVIDED THAT NOTICE OF PROPOSED MODIFICATIONS OF THE PROGRAM SHALL HAVE BEEN SENT TO THE PRESIDENTS OF THE LOCAL LEAGUES AT LEAST TWO MONTHS IN ADVANCE OF THE MEETING OF THE COUNCIL, AND PROVIDED ALSO THAT A TWO-THIRDS MAJORITY OF THE MEMBERS OF THE COUNCIL PRESENT AND VOTING SHALL BE REQUIRED TO ADOPT THE MODIFICATION. THE COUNCIL SHALL ADOPT A BUDGET FOR THE CURRENT YEAR AND SHALL TRANSACT SUCH OTHER BUSINESS AS SHALL BE PRESENTED.

SECTION 4. QUORUM. A QUORUM SHALL CONSIST OF NOT LESS THAN TWENTY MEMBERS OTHER THAN THE BOARD OF DIRECTORS FOR THE TRANSACTION OF BUSINESS AT A COUNCIL MEETING.

ARTICLE XII. (XI)
National Convention and Council

Section 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 elect delegates to that Convention in the number allotted the League of Women Voters of Minnesota under the provisions of the by-laws of the League of Women Voters of the United States,

Section 2. National Council. The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council meeting.

ARTICLE XIII. (XII)
Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIV. (XIII)
Amendments

Section 1. Amendments. AMENDMENTS TO THESE BY-LAWS MAY BE PROPOSED BY ANY LEAGUE BOARD, PROVIDED SUCH PROPOSED CHANGES SHALL BE SUBMITTED TO THE BOARD OF DIRECTORS AT LEAST THREE MONTHS PRIOR TO A CONVENTION. ALL SUCH PROPOSED AMENDMENTS SHALL BE SENT BY THE BOARD TO THE PRESIDENTS OF ALL LOCAL LEAGUES AT LEAST TWO MONTHS PRIOR TO A CONVENTION TOGETHER WITH THE RECOMMENDATIONS OF THE BOARD OF DIRECTORS. THE PRESIDENTS OF ALL LOCAL LEAGUES SHALL NOTIFY THE MEMBERS OF THEIR RESPECTIVE LEAGUES OF THE PROPOSED AMENDMENTS. THE FAILURE OF A LOCAL LEAGUE PRESIDENT TO GIVE SUCH NOTICE OR FAILURE OF ANY MEMBER TO RECEIVE SUCH NOTICE SHALL NOT INVALIDATE AMENDMENTS TO THE BY-LAWS. AMENDMENTS SHALL BE ADOPTED BY A TWO-THIRDS VOTE AT ANY CONVENTION AND SHALL BECOME EFFECTIVE IMMEDIATELY UPON ADOPTION UNLESS OTHERWISE PROVIDED. (These By-laws may be amended by a two-thirds vote of those present and voting at any annual Convention, previous notice of the subject matter of the amendments having been given to the Board at least thirty (30) days in advance.)

File
LEAGUE OF WOMEN VOTERS OF MINNESOTA

BY-LAWS

As adopted by the 1947 Convention
and
As amended by the 1951 and 1953 Conventions

* * *

ARTICLE I.

Section 1. The name of this corporation shall be the League of Women Voters of Minnesota. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II.

Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters of Minnesota shall be to promote political responsibility through informed and active participation of citizens in government.

Section 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the platform of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III.

Membership

Section 1. How Composed. The League of Women Voters of Minnesota shall be composed of the local Leagues and the college Leagues, which have been recognized by the League of Women Voters of the United States, and members-at-large of the League of Women Voters of the United States residing within Minnesota.

Section 2. Members-at-large. Members-at-large shall be members who reside outside the area of a local League. They shall pay annual dues of Three Dollars (\$3.00).

ARTICLE IV.

Local Leagues

Section 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Section 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national convention, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of Minnesota.

Section 3. Withdrawal of Recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Section 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

ARTICLE V. Officers

Section 1. Enumeration and Election of Officers. The Officers of the League of Women Voters of Minnesota shall be a President, a first Vice-President, a second Vice-President, a Secretary, and a Treasurer. They shall hold office until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified.

Section 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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.

Section 3. The Vice Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity the Board of Directors shall elect one of its members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Section 5. The Treasurer. The Treasurer, or her duly appointed assistant shall bill and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at its regular meetings and an annual report, including a report of the Jane Grey Swisshelm Fund, to the Convention or Council. The books of the Treasurer shall be audited annually prior to the Convention in Convention years or to the meeting of the Council in non-Convention years.

Section 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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.

ARTICLE VI.

Board of Directors

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the Officers of the League, six elected Directors and not more than six appointed Directors. The elected Directors shall be elected by the Convention and shall serve until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding six, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall expire concurrently with the term of office of the elected Directors.

Directors shall elect one of its members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless she is a member of a League of Women Voters in the State of Minnesota. The absence of a member of the Board from three consecutive meetings without notice may be regarded as a resignation from the Board.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

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 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 League of Women Voters of the United States for the organization and development of local Leagues, for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Regular Meetings. There shall be at least eight regular meetings of the Board of Directors annually. The President shall notify each of the Directors of all meetings at least one week before any such meeting. 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. The President shall call a meeting of the Board of Directors upon the written request of five members of the Board.

Section 6. Quorum. Nine members of the Board of Directors shall constitute a quorum.

Section 7. Executive Committee. The Board of Directors shall designate six of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Convention or to any action of the Board. The action of the Executive Committee must be presented to the Board of Directors for approval at its next regular meeting.

ARTICLE VII.

Finance

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Minnesota shall commence on the first of April of each year.

Section 2. Budget. The Board shall submit to the Convention or Council for adoption a budget for the current year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the Convention or Council.

Section 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months 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 chairman.

Section 4. The Jane Grey Swisshelm Fund. All moneys, securities, and property of whatever nature, which the League of Women Voters of Minnesota may receive by gift, bequest or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as "The Jane Grey Swisshelm Fund". This fund shall be invested or deposited in a bank as designated by the Board of Directors.

ARTICLE VIII.

Convention

Section 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of Minnesota shall be held biennially in the odd-numbered years not later than the thirty-first of May. The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than three months prior to the date of the Convention fixed in said call. Thereafter the Board of Directors may advance or postpone the opening date of the Convention not more than two weeks from the date fixed in the first call. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before Convention.

Section 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Section 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of Minnesota.

Section 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of Minnesota. Each 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 League of Women Voters of the United States who are organized into recognized local Leagues in the State of Minnesota shall be entitled to two delegates for the first fifteen voting members and one delegate for every thirty (30) additional voting members or major fraction thereof belonging to said local League on January 1st of said year. The record in the state office of paid-up voting members shall determine the official membership count for this purpose.

Section 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the current year, and shall transact such other business as may be presented. A majority vote of the convention shall be required for any such action provided that not less than one-half ($\frac{1}{2}$) of the local Leagues in Minnesota are represented.

ARTICLE IX.

Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee shall

be filled by the Board of Directors. The President of the League of Women Voters of Minnesota shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

Section 2. Suggestions for Nominations. Suggestions for nominations may be sent by the President, Secretary or any member of a local League to the chairman of the Nominating Committee at least three months before Convention.

Section 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Section 4. Election. The election shall be in charge of an Election Committee appointed by the President on the first day of the convention. The election shall be by ballot, except:

- (a) When there is but one nominee for each office, it shall be in order to move that the Secretary cast a ballot for the entire slate;
- (b) When there is more than one nominee for some but not all of the offices, the following motions shall be in order:
 - (1) For each office for which there is more than one nominee, the election shall be by ballot;
 - (2) For the remainder of the slate, i.e., for all offices for which there is but one nominee, the Secretary may cast a ballot for such offices.

A majority of those present and qualified to vote and voting shall constitute an election.

ARTICLE X. Program

Section 1. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- (a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues three months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the local League boards at least two months prior to the Convention.
- (b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.
- (c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.

- (d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- (e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.

Section 2. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Section 3. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

ARTICLE XI. Council

Section 1. Composition. The Council shall be composed of the Board of Directors of the League of Women Voters of Minnesota, the Presidents of local Leagues and one delegate chosen by each local League.

Section 2. Place, Date, Call and Notification. A meeting of the Council shall be held in the interim year between Conventions, approximately twelve months after the preceding Convention. The time and place of the meeting shall be determined by the Board of Directors. A formal call shall be sent by the President to the presidents of the local Leagues at least thirty days before a Council meeting. Special meetings may be called in case of extreme emergency.

Section 3. Authorization for Action. The Council shall consider program, methods of work, and budget as submitted by the Board of Directors. The Council is authorized to make such modifications in program as shall be necessary to meet altered conditions, provided that notice of proposed modifications of the program shall have been sent to the presidents of the local Leagues at least two months in advance of the meeting of the Council, and provided also that a two-thirds majority of the members of the Council present and voting shall be required to adopt the modification. The Council shall adopt a budget for the current year and shall transact such other business as shall be presented.

Section 4. Quorum. A quorum shall consist of not less than twenty members other than the Board of Directors for the transaction of business at a Council Meeting.

ARTICLE XII. National Convention and Council

Section 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 elect delegates to that Convention in the number allotted the League of Women Voters of Minnesota under the provisions of the by-laws of the League of Women Voters of the United States.

Section 2. National Council. The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting.

ARTICLE XIII.
Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIV.
Amendments

Section 1. Amendments. Amendments to these By-laws may be proposed by any League board, provided such proposed changes shall be submitted to the Board of Directors at least three months prior to a Convention. All such proposed amendments shall be sent by the Board to the presidents of all local Leagues at least two months prior to a Convention together with the recommendations of the Board of Directors. The presidents of all local Leagues shall notify the members of their respective Leagues of the proposed amendments. The failure of a local League president to give such notice or failure of any member to receive such notice shall not invalidate amendments to the By-laws. Amendments shall be adopted by a two-thirds vote at any Convention and shall become effective immediately upon adoption unless otherwise provided.

League of Women Voters
of the United States

28 revised
Memorandum

1026 17th Street, N. W. - Washington 6, D. C.

This is NOT going out on Standing Orders
or the Publication Service

To: Local and State League Presidents
From: Mrs. John G. Lee
Re: Recommended By-law amendment for local Leagues to conform with national
By-laws as amended by the National Convention, 1954.

August 15, 1954

The national Board recommends to local Leagues the following amendment to their local By-laws, to bring them into conformity with the amendments made in the national By-laws. You will probably wish to consider these changes at your next annual meeting; consult your own local By-laws for amendment procedures. A more comprehensive revision will be postponed until after the 1956 National Convention.

ARTICLE IX
Program

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

Sec. 2. Program. The Program consists of the local governmental measures and policies on which the League of Women Voters of _____ may take action. The Current Agenda and Continuing Responsibilities as hereinafter defined constitute the Program.

Sec. 3. Current Agenda. (Same as in the July, 1952 revision of Standard By-laws.)

Sec. 4. Continuing Responsibilities. Continuing Responsibilities shall be those positions on local governmental issues to which the League of Women Voters of _____ has given sustained attention, and on which it may continue to act, as determined by the Annual Meeting.

- a) The Continuing Responsibilities may be amended by a two-thirds vote of any Annual Meeting provided notice of the proposed changes shall have been sent by the Board of Directors to all members one month before the Annual Meeting.
- b) The Annual Meeting may act upon any change proposed by a member if such change has been sent to the Board of Directors two months prior to the Annual Meeting but has not been recommended by the Board of Directors, provided that: (1) the Annual Meeting shall order consideration by a two-thirds vote, and (2) the Annual Meeting shall adopt the item by a two-thirds vote.
- c) Every six years the Board shall review the Continuing Responsibilities and submit to the members its recommendations for keeping the Continuing Responsibilities current, using the regular procedure outlined in Section 3, (a) and (b).

Sec. 5. Member Action. Members may act in the name of the League of Women Voters only when authorized to do so by the proper Board of Directors.

League of Women Voters of Minnesota
Room 406, 84 South Tenth Street
Minneapolis 3, Minnesota

December, 1954

Additional copies - 25

PROPOSED AMENDMENTS TO THE BY-LAWS OF THE
LEAGUE OF WOMEN VOTERS OF MINNESOTA FOR ACTION AT
THE CONVENTION IN 1955

The following amendment will take care of an obvious omission:

1. To amend ARTICLE V, Section 3 by inserting "resignation" between "disability" and "or death".

The following amendments are proposed to bring our by-laws in conformity with the national By-laws as amended by the National Convention, 1954:

2. To amend ARTICLE II, Section 2 by substituting "principles" for the word "platform".
3. To amend ARTICLE X to read as follows:

ARTICLE X

Program

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

Section 2. Program. The Program consists of the state governmental measures and policies on which the League of Women Voters of Minnesota may take action. The Current Agenda and Continuing Responsibilities as hereinafter defined constitute the Program.

Section 3. Current agenda. (No change from present section.)

Section 4. Continuing Responsibilities. Continuing Responsibilities shall be those positions on state governmental issues to which the League of Women Voters of Minnesota has given sustained attention, and on which it may continue to act, as determined by the State Convention.

(a) The Board of Directors shall consider recommendations for changes in the Continuing Responsibilities which have been sent in by the local Leagues three months prior to any Convention. Such proposed changes as the Board of Directors shall approve shall be submitted by the Board to the local League Boards at least two months prior to the Convention.

(b) A two-thirds vote of those present and voting shall be required for adoption of proposed changes in the Continuing Responsibilities as presented to the Convention by the Board of Directors.

(c) Further changes in the Continuing Responsibilities submitted for consideration to but not recommended by the Board of Directors may be made by the Convention provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.

(d) Every six years the Board shall review the Continuing Responsibilities and submit to the local and provisional Leagues its recommendations for keeping the Continuing Responsibilities current, using the regular procedure for amendment herein outlined in Section 4, (a), (b) and (c).

Section 5. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Section 6. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

4. To amend ARTICLE XI, Section 3 to read as follows:

Section 3. Authorization for Action. The Council shall give guidance to Board on Program and methods of work as submitted by the Board of Directors. The Council is authorized to change the Current Agenda only in the event of an emergency; provided that notice of proposed modifications of the Program shall have been sent to the presidents of the local Leagues at least two months in advance of the meeting of the Council, and provided also that a two-thirds majority of the members of the Council present and voting shall be required to adopt the modification. The Council shall adopt a budget for the current year and shall transact such other business as shall be presented by the Board.

8/56
State By-laws

LEAGUE OF WOMEN VOTERS
OF THE UNITED STATES
1026 17TH STREET, N. W., WASHINGTON 6, D. C.

January 28, 1955

Mrs. L. Vernon Moen, Platform Chairman
League of Women Voters of Minnesota
84 South Tenth Street
Minneapolis 2, Minnesota

Dear Mrs. Moen:

Mrs. Lee has asked me to reply to your letter in regard to state By-laws and Program.

You are quite correct that it is not necessary for you to "adopt" the national Principles. Adoption by the national Convention establishes the Principles for both local and state Leagues.

The proposals for revision of the national By-laws had to go out six months before Convention. Later discussion during the Platform Conferences and at the Convention indicated that there was some desire to do away with the term "Platform." The suggested revision for the Article on Program for state By-laws took note of this and Platform does not appear and the term "Continuing Responsibilities" is used though it is not found in the national By-laws. It is probable, therefore, that there may be some changes proposed for action at the 1956 Convention. Meanwhile you are following the same procedure other state Leagues are using.

I was also extremely interested in the possible reduction in the number of your Continuing Responsibilities. It should make for better program understanding and an easier work load.

Sincerely yours,

Mrs. Robert F. Leonard
First Vice President

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Y

[1955?]

LEAGUE OF WOMEN VOTERS OF MINNESOTA

BY-LAWS

As adopted by the 1947 Convention
and
As amended by the 1951, 1953, 1955 Conventions

* * *

ARTICLE I.

Section 1. The name of this corporation shall be the League of Women Voters of Minnesota. This state League is an integral part of the League of Women Voters of the United States.

ARTICLE II.

Purpose and Policy

Section 1. Purpose. The purpose of the League of Women Voters of Minnesota shall be to promote political responsibility through informed and active participation of citizens in government.

Section 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the principles of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III.

Membership

Section 1. How Composed. The League of Women Voters of Minnesota shall be composed of the local Leagues and the college Leagues, which have been recognized by the League of Women Voters of the United States, and members-at-large of the League of Women Voters of the United States residing within Minnesota.

Section 2. Members-at-large. Members-at-large shall be members who reside outside the area of a local League. They shall pay annual dues of Three Dollars (\$3.00).

ARTICLE IV.

Local Leagues

Section 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Section 2. Recognition of Local Leagues. When there is, in any community in the state, a group which meets the recognition standards for local Leagues as adopted at the national convention, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of Minnesota.

Section 3. Withdrawal of Recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of Minnesota shall recommend to the National Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Section 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized into a provisional League until such time as they meet the recognition standards for local Leagues.

ARTICLE V.

Officers

Section 1. Enumeration and Election of Officers. The Officers of the League of Women Voters of Minnesota shall be a President, a first Vice-President, a second Vice-President, a Secretary, and a Treasurer. They shall hold office until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified.

Section 2. The President. The President shall preside at all meetings of the corporation and of the Board of Directors unless she shall designate someone to preside in her stead. She may sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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.

Section 3. The Vice Presidents. The two Vice Presidents, in the order of their rank, shall, in the event of absence, disability, resignation or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice President is able to serve in this capacity the Board of Directors shall elect one of its members to fill the vacancy. The Vice Presidents shall perform such other duties as the President and Board may designate.

Section 4. The Secretary. The Secretary shall keep minutes of all Conventions of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Section 5. The Treasurer. The Treasurer, or her duly appointed assistant shall bill and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at its regular meetings and an annual report, including a report of the Jane Grey Swisshelm Fund, to the Convention or Council. The books of the Treasurer shall be audited annually prior to the Convention in Convention years or to the meeting of the Council in non-Convention years.

ARTICLE VI.

Board of Directors

Section 1. Number, Manner of Selection and Term of Office. The Board of Directors shall consist of the Officers of the League, six elected Directors and not more than six appointed Directors. The elected Directors shall be elected by the Convention and shall serve until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding six, as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall expire concurrently with the term of office of the elected Directors.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this corporation unless she is a member of a League of Women Voters in the State of Minnesota. The absence of a member of the Board from three consecutive meetings without notice may be regarded as a resignation from the Board.

Section 3. Vacancies. Any vacancy occurring in the Board of Directors may be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

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 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 League of Women Voters of the United States for the organization and development of local Leagues, for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds adequate to support the national budget. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Regular Meetings. There shall be at least eight regular meetings of the Board of Directors annually. The President shall notify each of the Directors of all meetings at least one week before any such meeting. 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. The President shall call a meeting of the Board of Directors upon the written request of five members of the Board.

Section 6. Quorum. Nine members of the Board of Directors shall constitute a quorum.

Section 7. Executive Committee. The Board of Directors shall designate six of its members to constitute an Executive Committee to transact business in the interim between Board meetings, provided that nothing shall be done contrary to the policy adopted at the Convention or to any action of the Board. The action of the Executive Committee must be presented to the Board of Directors for approval at its next regular meeting.

ARTICLE VII.

Finance

Section 1. Fiscal Year. The fiscal year of the League of Women Voters of Minnesota shall commence on the first of April of each year.

Section 2. Budget. The Board shall submit to the Convention or Council for adoption a budget for the current year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the Convention or Council.

Section 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months 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 chairman.

Section 4. The Jane Grey Swisshelm Fund. All moneys, securities, and property of whatever nature, which the League of Women Voters of Minnesota may receive by gift, bequest or otherwise, the principal of which is not to be expended (except as may be specified by the terms of such gift) but is to be invested and the income from the same to be used for any of the League's purposes, shall form part of a fund to be known as "The Jane Grey Swisshelm Fund". This fund shall be invested or deposited in a bank as designated by the Board of Directors.

ARTICLE VIII. Convention

Section 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of Minnesota shall be held biennially in the odd-numbered years not later than the thirty-first of May. The exact time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than three months prior to the date of the Convention fixed in said call. Thereafter the Board of Directors may advance or postpone the opening date of the Convention not more than two weeks from the date fixed in the first call. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before Convention.

Section 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Section 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of Minnesota.

Section 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of Minnesota. Each 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 League of Women Voters of the United States who are organized into recognized local Leagues in the State of Minnesota shall be entitled to two delegates for the first fifteen voting members and one delegate for every thirty (30) additional voting members or major fraction thereof belonging to said local League on January 1st of said year. The record in the state office of paid-up voting members shall determine the official membership count for this purpose.

Section 5. Authorization for Action. The Convention shall consider and authorize for action a program, elect officers and directors, shall adopt a budget for the current year, and shall transact such other business as may be presented. A majority vote of the convention shall be required for any such action provided that not less than one-half ($\frac{1}{2}$) of the local Leagues in Minnesota are represented.

ARTICLE IX. Nominations and Elections

Section 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The Chairman, who shall not be a member of the Board of Directors, shall be elected by the Convention. A nomination for this office shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee shall

be filled by the Board of Directors. The President of the League of Women Voters of Minnesota shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

Section 2. Suggestions for Nominations. Suggestions for nominations may be sent by the President, Secretary or any member of a local League to the chairman of the Nominating Committee at least three months before Convention.

Section 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Section 4. Election. The election shall be in charge of an Election Committee appointed by the President on the first day of the convention. The election shall be by ballot, except:

- (a) When there is but one nominee for each office, it shall be in order to move that the Secretary cast a ballot for the entire slate;
- (b) When there is more than one nominee for some but not all of the offices, the following motions shall be in order:
 - (1) For each office for which there is more than one nominee, the election shall be by ballot;
 - (2) For the remainder of the slate, i.e., for all offices for which there is but one nominee, the Secretary may cast a ballot for such offices.

A majority of those present and qualified to vote and voting shall constitute an election.

ARTICLE X. Program

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

Section 2. Program. The Program consists of the state governmental measures and policies on which the League of Women Voters of Minnesota may take action. The Current Agenda and Continuing Responsibilities as hereinafter defined constitute the Program.

Section 3. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- (a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues three months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the local League boards at least two months prior to the Convention.

- (b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.
- (c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- (d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- (e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.

Section 4. Continuing Responsibilities. Continuing Responsibilities shall be those positions on state governmental issues to which the League of Women Voters of Minnesota has given sustained attention, and on which it may continue to act, as determined by the State Convention.

- (a) The Board of Directors shall consider recommendations for changes in the Continuing Responsibilities which have been sent in by the local Leagues three months prior to any Convention. Such proposed changes as the Board of Directors shall approve shall be submitted by the Board to the local League Boards at least two months prior to the Convention.
- (b) A two-thirds vote of those present and voting shall be required for adoption of proposed changes in the Continuing Responsibilities as presented to the Convention by the Board of Directors.
- (c) Further changes in the Continuing Responsibilities submitted for consideration to but not recommended by the Board of Directors may be made by the Convention provided that (1) the Convention shall order consideration by a two-thirds vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the change by a two-thirds vote.
- (d) Every six years the Board shall review the Continuing Responsibilities and submit to the local and provisional Leagues its recommendations for keeping the Continuing Responsibilities current, using the regular procedure for amendment herein outlined in Section 4, (a), (b) and (c).

Section 5. Member Action. Members may act in the name of the League of Women Voters of Minnesota only when authorized to do so by the Board of Directors.

Section 6. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of Minnesota.

ARTICLE XI.

Council

Section 1. Composition. The Council shall be composed of the Board of Directors of the League of Women Voters of Minnesota, the Presidents of local Leagues and one delegate chosen by each local League.

Section 2. Place, Date, Call and Notification. A meeting of the Council shall be held in the interim year between Conventions, approximately twelve months after the preceding Convention. The time and place of the meeting shall be determined by the Board of Directors. A formal call shall be sent by the President to the presidents of the local Leagues at least thirty days before a Council meeting. Special meetings may be called in case of extreme emergency.

Section 3. Authorization for Action. The Council shall give guidance to Board on Program and methods of work as submitted by the Board of Directors. The Council is authorized to change the Current Agenda only in the event of an emergency; provided that notice of proposed modification of the Program shall have been sent to the presidents of the local Leagues at least two months in advance of the meeting of the Council, and provided also that a two-thirds majority of the members of the Council present and voting shall be required to adopt the modification. The Council shall adopt a budget for the current year and shall transact such other business as shall be presented by the Board.

Section 4. Quorum. A quorum shall consist of not less than twenty members other than the Board of Directors for the transaction of business at a Council Meeting.

ARTICLE XII.

National Convention and Council

Section 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 elect delegates to that Convention in the number allotted the League of Women Voters of Minnesota under the provisions of the by-laws of the League of Women Voters of the United States.

Section 2. National Council. The Board of Directors shall elect two delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting.

ARTICLE XIII.

Parliamentary Authority

Section 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIV.

Amendments

Section 1. Amendments. Amendments to these By-laws may be proposed by any League board, provided such proposed changes shall be submitted to the Board of Directors at least three months prior to a Convention. All such proposed amendments shall be sent by the Board to the presidents of all local Leagues at least two months prior to a Convention together with the recommendations of the Board of Directors. The presidents of all local Leagues shall notify the members of their respective Leagues of the proposed amendments. The failure of a local League president to give such notice or failure of any member to receive such notice shall not invalidate amendments to the By-laws. Amendments shall be adopted by a two-thirds vote at any Convention and shall become effective immediately upon adoption unless otherwise provided.

League of Women Voters of the U.S.
1026 17th Street, N.W.
Washington 6, D. C.

revised
August, 1956
Price: 15¢

Authorization for the organization of state Leagues is given in the by-laws of the League of Women Voters of the United States.

STANDARD BY-LAWS FOR A STATE LEAGUE

ARTICLE I

Sec. 1. The name of this organization (or corporation) shall be the League of women Voters of _____. This state League is an integral part of the League of Women Voters of the United States.
(state)

ARTICLE II

Purpose and Policy

Sec. 1. Purpose. The purpose of the League of Women Voters of _____ shall be to promote political responsibility through informed and active participation of citizens in government.

Sec. 2. Policy. The League may take action on state governmental measures and policies in the public interest in conformity with the Principles of the League of Women Voters of the United States. It shall not support or oppose any political party or candidate.

ARTICLE III

How Composed

Sec. 1. The League of Women Voters of _____ shall be composed of the local Leagues, which have been recognized by the League of Women Voters of the United States and members-at-large of the League of Women Voters of the United States residing within _____.
(state)

Sec. 2. Members-at-large. Members-at-large shall be women who reside outside the area of a local League. They shall pay annual dues of _____.

(N.B. Dues for members-at-large should depend upon the service a state League is able to give. A \$5.00 membership should receive some special attention, such as personal letters, current national and state publications, material on current issues, etc.)

ARTICLE IV
Local Leagues

Sec. 1. Local Leagues. Local Leagues are those Leagues which have been so recognized by the League of Women Voters of the United States.

Sec. 2. Recognition of Local Leagues When there is, in any community in the state, a group of members of the League of Women Voters of the United States which meets the recognition standards for local Leagues as adopted at the national Convention, the Board of Directors of the League of Women Voters of _____ shall recommend to the National Board that recognition be granted. When such recognition is granted, the local League shall become an integral part of the League of Women Voters of the United States and the League of Women Voters of _____.

Sec. 3. Withdrawal of recognition. When a local League recurrently fails to live up to the recognition standards, the Board of Directors of the League of Women Voters of _____ shall recommend to the national Board that recognition be withdrawn. Final action rests with the Board of Directors of the League of Women Voters of the United States.

Sec. 4. Provisional Leagues. When a group of women in a community in which no local League exists wish to form a League of Women Voters, they may be organized by the League of Women Voters of _____ into a provisional League until such time as they meet the recognition standards for local Leagues.

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, _____ elected Directors and not more than _____ appointed Directors. (The appointed Directors shall not exceed the elected Directors in number.) The elected Directors shall be elected by the Convention and shall serve until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified. The elected members shall appoint such additional Directors, not exceeding _____,

as they deem necessary to carry on the work of the League. The term of office of the appointed Directors shall expire concurrently with the term of office of the elected Directors.

(N.B. State Leagues may wish to vary the numbers of Directors according to their individual needs. Seventeen members is the recommended maximum for a Board of Directors. Experience has proved that a small board is more closely knit and functions better as a unit than does a large board. Another factor to be considered is the cost of attendance at Board Meeting which is a rightful charge against the state League budget and should be provided in it.)

Sec. 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an Officer or Director of this organization (or Corporation) unless she is a voting member of a local League of Women Voters in the state of _____.

Sec. 3. Vacancies. Any vacancy occurring in the Board of Directors by reason of the resignation, death, or disqualification of an officer or elected member shall be filled, until the next Convention, by a majority vote of the remaining members of the Board of Directors.

Sec. 4. Powers and Duties. The Board of Directors shall have full charge of the property and business of the organization (or corporation) with full power and authority to manage and conduct the same, subject to the instructions of the Convention. 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 League of Women Voters of the United States for the organization and development of local Leagues for the carrying out of program and for promotion in the local Leagues of finance programs requisite to further the work of the League as a whole, including transmission of funds toward the support of an adequate national budget. The Board shall create and designate such special committees as it may deem necessary.

Sec. 5. Regular Meetings. There shall be at least _____ regular meetings of the Board of Directors annually. The President shall notify each member of the Board of Directors of all regular meetings by mailing to each member's last

known post office address, at least two weeks before any such meeting, notice thereof, giving the time and the place of the meeting. 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.

Sec. 6. Special Meetings. 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. Members of the Board shall be notified of the time and place of special meetings by telegram or letter sent at least six days prior to such meeting, provided, however, that during a Convention the President may, or upon the request of five members of the Board shall, 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.

Sec. 7. Quorum. A majority of the members of the Board of Directors shall constitute a quorum and a majority of the members in attendance at any Board meeting shall, in the presence of a quorum, decide its action.

(N.B. Executive Committee. These By-laws purposely do not provide for an executive committee. Board planning should be of sufficiently long range quality to take care of most matters which might arise. Should an executive committee be desired, it might be well to write in that section a provision that the interim action of the executive committee be presented to the Board for approval at its next regular meeting.)

ARTICLE VI Officers

Sec. 1. Enumeration and Election of Officers. The Officers of the League of Women Voters of _____ shall be a President, a first Vice-President, a second Vice-President, a Secretary, and a Treasurer. They shall hold office until the conclusion of the next regular biennial Convention or until their successors have been elected and qualified.

Sec. 2. The President. The President shall preside at all meetings of the organization and of the Board of Directors unless she shall designate someone to

preside in her stead. She may, in the absence or disability of the Treasurer, sign or endorse checks, drafts and notes. She shall be, ex officio, a member of all committees except the Nominating Committee. She 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-Presidents. The two Vice-Presidents, in the order of their rank, shall, in the event of absence, resignation, disability, or death of the President, possess all the powers and perform all the duties of that office. In the event that neither Vice-President is able to serve in this capacity the Board of Directors shall elect one of their members to fill the vacancy. The Vice-Presidents shall perform such other duties as the President and Board may designate.

Sec. 4. The Secretary. The Secretary shall keep minutes of all Conventions and Councils of the League, and of all meetings of the Board of Directors. She shall notify all Officers and Directors of their election. She 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 office.

Sec. 5. The Treasurer. The Treasurer, or her duly appointed assistant shall collect and receive all moneys due. She shall be the custodian of these moneys, shall deposit them in a bank or banks designated by the Board of Directors, and shall disburse the same only upon order of the Board of Directors. She shall present periodic statements to the Board at its regular meetings and an annual report to the Convention or Council. The books of the Treasurer shall be audited annually (optional: by a certified public accountant,) prior to the Convention in Convention years or to the meeting of the Council in non-Convention years.

ARTICLE VII Financial Administration

Sec. 1. Fiscal Year. The fiscal year of the League of Women Voters of _____ shall commence on the first of April of each year.

Sec. 2. Budget. The Board shall submit to the Convention or Council for adoption a budget for the ensuing year. This budget shall provide for the support of the League of Women Voters of the United States as well as for the state League. A copy of the budget shall be sent to each local League president at least two months in advance of the Convention or Council.

Sec. 3. Budget Committee. The budget shall be prepared by a committee which shall be appointed for that purpose at least four months 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 chairman.

ARTICLE VIII Convention

Sec. 1. Place, Date, Call and Notification. A Convention of the League of Women Voters of _____ shall be held biennially. The time and place of the Convention shall be determined by the Board of Directors. The President shall send a first call for the Convention to the presidents of local Leagues not less than three months 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 not more than two weeks from the date fixed in the first call. A final call for the Convention shall be sent by the President to the presidents of local Leagues at least thirty days before Convention.

Sec. 2. Composition. The Convention shall consist of the delegates chosen by the members of the local Leagues, as provided in Sec. 4 of this Article, the presidents of local Leagues and the members of the Board of Directors of the League of Women Voters of _____.

Sec. 3. Qualifications of Delegates and Voting. Each delegate shall be a voting member of a recognized local League in the state of _____. Each 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.

Sec. 4. Representation. The members of the League of Women Voters of the United States who are organized into recognized local Leagues in the state of _____ shall be entitled to one delegate for the first 15 voting members and one delegate for every _____ additional voting members or major fraction thereof belonging to said local League on January 1st of said year. The record in the state office of paid up voting members shall determine the official membership count for this purpose.

(N.B. Number and size of Leagues in a state as well as the limit on the number in the delegate body will determine the basis of representation for a state Convention. Each state League must decide what constitutes equitable representation for the local Leagues within its own state.)

Sec. 5. Authorization for Action. The Convention shall consider and authorize for action a program, shall elect officers and directors, shall adopt a budget for the ensuing year, and shall transact such other business as may be presented.

Sec. 6. Quorum. A quorum shall consist of a majority of the delegates registered at the Convention provided that not less than _____ local Leagues are represented.

(N.B. Biennial Conventions with state Council meetings in the intervening years is suggested as the best practice for state Leagues. It is suggested that states which consider an annual Convention better than one meeting every two years make provision that elections take place every two years specifying that it be the even-or-odd-numbered years or that half the Board members be elected in even-numbered years and half in odd-numbered years in order that all Board members have two-year terms.)

ARTICLE IX Nominations and Elections

Sec. 1. Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board of Directors. The chairman and two members, who shall not be members of the Board of Directors, shall be elected by the Convention. Nominations for these offices shall be made by the current Nominating Committee. Further nominations may be made from the floor of the Convention. The other members of the Committee shall be appointed by the Board of Directors immediately after the Convention. Vacancies occurring in the nominating committee by reason of death, resignation or disqualification shall be

filled by the Board of Directors. The President of the League of Women Voters of _____ shall send the name and address of the chairman of the Nominating Committee to the president of each recognized local League. It shall be the duty of the chairman of the Nominating Committee to request through the president of each local League suggestions for nominations for the offices to be filled.

(N.B. If a Nominating Committee is appointed soon after the Convention it gives the members two years to observe the abilities of members whom they meet. It is particularly helpful for the members of the Nominating Committee to be delegates to the Council the following year.)

Sec. 2. Suggestions by Local Leagues. Suggestions for nominations by local Leagues shall be sent by the president or secretary of such local League to the chairman of the Nominating Committee at least three months before the Convention. Any member may send suggestions to the chairman of the Nominating Committee.

Sec. 3. Report of Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for Officers, Directors and the chairman and two members of the succeeding Nominating Committee shall be sent to local Leagues one month before date of the Convention. The report of the Nominating Committee shall be presented to the Convention on the first day of the Convention. Immediately following the presentation of this report, nominations may be made from the floor by any member of the Convention.

Sec. 4. The election shall be in charge of an Election Committee appointed by the President on the first day of the Convention. The election shall be by ballot, except when there is but one nominee for each office it shall be in order to move that the Secretary cast the ballot for every candidate. A majority vote of those present and qualified to vote and voting shall constitute an election.

ARTICLE X Program

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

Sec. 2. Program. The Program consists of the state governmental measures and policies on which the League of Women Voters of _____ may take action. The Current Agenda and Continuing Responsibilities as hereinafter defined constitute the Program.

Sec. 3. Current Agenda. Current Agenda shall be limited to such current state governmental issues as the Convention shall choose for concerted action.

- a) The Board of Directors shall consider the recommendations which have been sent in by the local Leagues four months prior to the Convention and shall formulate a proposed Current Agenda. Such proposed Current Agenda shall be submitted by the Board to the local League boards at least two months prior to the Convention.
- b) Recommendations for changes submitted in writing by local League boards and received by the Board of Directors at least three weeks before the opening of the Convention shall be considered by the Board prior to the Convention at which time the Board may modify the proposed Current Agenda.
- c) Changes made under "b" may not be voted on by the Convention on the same day on which they are proposed.
- d) A majority vote of those present and voting shall be required for adoption of subjects in the proposed Current Agenda as presented to the Convention by the Board of Directors.
- e) Further changes in the proposed Current Agenda submitted for consideration to but not recommended by the Board of Directors may be made by the Convention, provided that 1) the Convention shall order consideration by a majority vote; 2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and 3) the Convention adopts the change by a two-thirds vote.

Sec. 4. Continuing Responsibilities. Continuing Responsibilities shall be those positions on state governmental issues to which the League of Women Voters of _____ has given sustained attention, and on which it may continue to act.

a) The Continuing Responsibilities may be amended by a majority vote of any State Convention provided notice of the proposed changes shall have been sent by the Board of Directors to the local and provisional League Boards two months prior to the Convention.

b) The Convention may act upon any change proposed by a local Board if such change has been sent to the Board of Directors four months prior to the Convention but has not been recommended by the state Board, provided that: (1) the Convention shall order consideration by a majority vote; (2) the vote on the proposed change shall not be taken on the same day as the order for consideration; and (3) the Convention shall adopt the item by a two-thirds vote.

c) Every six years the Board shall review the Continuing Responsibilities and submit to the local and provisional Leagues its recommendation for keeping the Continuing Responsibilities current, using the regular procedure for amendment outlined in (a) and (b) of this section.

(N.B. Those states having one day Conventions should substitute "at the same session" for "on the same day" in Section 3e (2) and in Section 4b (2).)

Sec. 5. Member Action. Members may act in the name of the League of Women Voters of _____ only when authorized to do so by the proper Board of Directors.

Sec. 6. Local League Action. Local Leagues may take action on state governmental matters only when authorized by the Board of Directors of the League of Women Voters of _____.

ARTICLE XI Council

Sec. 1. Composition. The Council shall be composed of the Presidents of local Leagues and one delegate chosen by each local League, and the Board of Directors of the League of Women Voters of _____.

Sec. 2. Place, Date, Call and Notification. A meeting of the Council shall be held in the interim year between Conventions, approximately twelve months after the preceding Convention. The time and place of the meeting shall be determined

by the Board of Directors. A formal call shall be sent by the President to the presidents of the local Leagues at least thirty days before a Council meeting. Special meetings may be called in case of extreme emergency.

Sec. 3. Authorization for Action. The Council shall consider program, methods of work, and budget as submitted by the Board of Directors. The Council is authorized to change the Current Agenda only in the event of an emergency, provided that notice of proposed modifications of the program shall have been sent to the presidents of the local Leagues at least two months in advance of the meeting of the Council, and provided also that a two-thirds majority of the members of the Council present and voting shall be required to adopt the modification. The Council shall adopt a budget for the ensuing year and shall transact such other business as shall be presented by the Board.

Sec. 4. Quorum. A quorum shall consist of not less than ten members other than the Board of Directors for the transaction of business at a Council meeting.

ARTICLE XII National Convention and Council

Sec. 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 to that Convention in the number allowed the League of Women Voters of _____ under the provisions of the By-laws of the League of Women Voters of the United States.

Sec. 2. National Council. The Board of Directors shall elect delegates to the meeting of the Council of the League of Women Voters of the United States at its meeting immediately preceding such Council Meeting in the number allowed the League of Women Voters of _____ under the provisions of the By-laws of the League of Women Voters of the United States.

(N.B. It would be assumed the President of the state League would be one of the delegates to both the Convention and Council, and the By-laws might so state. The machinery, however devised, for having the local Leagues in any state elect the other delegate is cumbersome so the practical and representative way, as well, is to have the election by the Board of Directors. If the state Convention were held before the National Convention, the delegates could be nominated by the state Board and elected by Convention.)

ARTICLE XIII
Parliamentary Authority

Sec. 1. Parliamentary Authority. The rules contained in Roberts Rules of Order Revised shall govern the organization (or corporation) in all cases to which they are applicable and in which they are not inconsistent with these By-laws.

ARTICLE XIV
Amendments

Sec. 1. Amendments. Amendments to these By-laws may be proposed by any League board, provided such proposed changes shall be submitted to the Board of Directors at least three months prior to a Convention. All such proposed amendments shall be sent by the Board to the presidents of all local Leagues at least two months prior to a Convention together with the recommendations of the Board of Directors. The presidents of all local Leagues shall notify the members of their respective Leagues of the proposed amendments. The failure of a local League president to give such notice or failure of any member to receive such notice shall not invalidate amendments to the By-laws which may be adopted by a two-thirds vote at any Convention.