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ARTICLE I: Name

Sec. 1. Name. The name of this organization shall be the League of Women Voters of Greater Omaha, hereinafter referred to in these bylaws as LWVGO, or as the League. This local League is an integral part of the League of Women Voters of the United States, hereinafter referred to in these bylaws as LWVUS, and of the League of Women Voters of Nebraska, hereinafter referred to as LWVNE.

ARTICLE II: Purpose and Policy

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

Sec. 2. Political Policy. The League shall not support or oppose any political party or any candidate.
ARTICLE III: Membership

Sec. 1. Eligibility. Any person who subscribes to the purposes and policy of the League shall be eligible for membership. Sec. 2. Types of Membership. a. Voting Members. Citizens at least 18 years of age who join the League shall be voting members of local Leagues, state Leagues and of the LWVUS;

(1) individuals who live within an area of a local League may join that League or any other local League;
(2) those who reside outside the area of any local League may join a local League or shall be state members-at-large;
(3) those who have been members of the League for 50 years or more shall be honorary life members excused from the payment of dues. b. Associate Members. All others who join the League shall be associate members.

ARTICLE IV: Officers

Sec. 1. Election, Qualifications, and Term. The officers of the LWVGO shall be a president, a president-elect, up to three vice presidents, a secretary, and a treasurer. They shall be voting members of the LWVGO and shall be elected by the annual meeting to hold office until the close of the next annual meeting or until their successors have been elected.

Sec. 2. The President. The president shall preside at all meetings of the organization and the board, or designate another person to do so; shall be ex officio a member of all committees except the nominating committee; appoint an historian and other off-board chairs; may sign or endorse checks, drafts, and notes in the absence of the treasurer; shall have such usual powers of supervision and management as may pertain to the office; and shall perform such other duties as the board may direct.

Sec. 3. President-Elect. The president-elect shall utilize the term to learn the role of the president. The president-elect shall perform such duties as specified in the bylaws or assigned by the president or the
board and could serve in one of the other elected offices, except president, or in an appointed office. The president-elect shall succeed to the presidency the year after election, unless the current president is elected to another term. In such case, the president-elect may continue as president-elect for another term.

Sec. 4. The Vice Presidents. The vice presidents shall perform such duties as the president and board shall direct. If the president is unable to be present at a board or membership meeting, the order of officers to preside is action vice president, administrative vice president and program vice president.

Sec. 5. The Secretary. The secretary shall keep minutes of the meetings of the membership and of the board. The secretary shall sign with the president all contracts and other instruments when so authorized by the board, and shall perform such other duties as the president and the board shall direct.

Sec. 6. The Treasurer. The treasurer shall collect and receive all moneys due, shall maintain deposits in a financial institution designated by the board, shall disburse the same only upon order of the board, and shall present statements to the board at its regular meetings and an annual report to the annual meeting.

**ARTICLE V: Board of Directors**

Sec. 1. Selection, Qualifications, and Term. The board of directors shall consist of the officers of the LWVGO, up to seven directors which shall be elected by the annual meeting, and not more than seven directors appointed by the president with the approval of the elected members of the board. The elected directors shall include Fundraising, Membership, Natural Resources, Social Policy, Voters Guide and Voter Services. The appointed directors shall include Bulletin Editor, Meeting Coordinator, Public Relations Director, Social Media, State Liaison, and Webmaster. All directors shall be voting members of the LWVGO. They shall serve until the close of the next annual meeting or until their successors have been elected or appointed. The immediate past president shall serve on the board as advisor.
In the event that an elected or appointed office or directorship cannot be filled by one member, the office or directorship may be filled by two members. The two members filling the position shall be considered as one voting member of the board.

Sec. 2. Powers and Duties. The board shall manage and supervise the business affairs and activities of the LWVGO, subject to the instructions of the annual meeting. At the first meeting of the board of directors, following the annual meeting, it shall appoint the membership chair and one other board member to the nominating committee. It shall select delegates to state convention and council and to the national convention. It shall accept responsibility for such other matters as the national or state board may delegate to it. It shall have the power to create such special committees as it deems necessary, and it shall perform such other duties as are specified in these bylaws.

It shall elect active LWVGO members for two-year terms on the Board of Trustees of the League of Women Voters Educational Fund of Greater Omaha, elect successor trustees, ratify the vote to remove any trustee by the Educational Fund Board, receive the annual report of the finances and activities of the Educational Fund and other reports as the LWVGO Board may direct, and rule upon any proposed amendments to the Educational Fund Declaration of Trust. Sec. 3. Executive Committee. The executive committee shall consist of the officers of the LWVGO (president, president-elect, action vice president, administrative vice president, program vice president, secretary, and treasurer). A majority of the executive committee shall constitute a quorum. It may transact routine business between board meetings and act in emergencies. All business transacted or any action taken by the executive committee shall be submitted to the board for ratification at its next meeting.

Sec. 4. Meetings. At least six regular meetings of the board shall be held annually. The president may call special meetings, and shall call a special meeting upon the written request of five members of the board.

Sec. 5. Quorum. Eight members, three of whom shall be officers, shall constitute a quorum for the board of directors.
Sec. 6. Filling of Vacancies. A vacancy shall be filled by a majority vote of the remaining members of the board.

Sec. 7. Voting. The board of directors shall be authorized to vote by mail, defined as surface mail, email or fax, when it is deemed necessary or by phone in an emergency. Emails shall use a reply back verification for documentation that all members received the email. If a quorum shall vote by the deadline established by the president on a question sent to all members of the board, the vote shall be counted and shall have the same effect as if cast at a meeting of the board. The vote shall be made a part of the minutes at the next meeting of the board.

ARTICLE VI: Committees

Sec. 1. Committee Formation. The board may create committees as needed.

Sec. 2. Committee Functions. Committees shall perform duties as assigned by the board of directors and as stated in the Policy Sheet.

Sec. 3. Composition. The committee chair is appointed by the president in consultation with the appropriate director. Members of the committees are appointed by the committee chair and/or appropriate director.

ARTICLE VII: Meetings

Sec. 1. Membership Meetings. There shall be at least three meetings of the membership each year. The time and place shall be determined by the board. The board may call a special general membership meeting, and shall call such a meeting upon the written request of one-eighth of the voting members.

Sec. 2. Annual Meeting. An annual meeting shall be held between April 15 and May 14, the exact date to be determined by the board. The annual meeting shall adopt a local program for the coming year;
elect officers, directors, and the chair and two members of the nominating committee; adopt a budget; and transact such other business as may properly come before it. Absentee or proxy voting shall not be permitted.

Sec. 3. Notice of Meetings. Written notice of a membership meeting or annual meeting shall be sent to the members at least fifteen (15) days in advance.

Sec. 4. Quorum. One-tenth of the voting members shall constitute a quorum at all business meetings of the LWVGO.

ARTICLE VIII: Nominations and Elections

Sec. 1. Nominating Committee. The nominating committee shall consist of five members. The chair and two members, who shall not be members of the board, shall be elected by the annual meeting. At the first meeting of the board of directors, following the annual meeting, the board shall appoint the membership chair and one other board member to the committee. Vacancies shall be filled by appointment by the board. Suggestions for nominations for officers and directors may be sent to this committee by any voting member.

Sec. 2. Report of Nominating Committee. The report of the nominating committee shall contain its nominations for officers, up to seven directors, plus the chair and two members of the next nominating committee. It shall be sent to the members at least fifteen (15) days before the annual meeting. The report of the nominating committee shall be presented to the annual meeting. Nominations may be made from the floor immediately thereafter. No name shall be placed in nomination without the consent of the nominee.

Sec. 3. Elections. Election shall be by ballot, except when there is only one nominee for each office, election may be by voice vote. A majority vote shall constitute an election. Absentee or proxy voting shall not be permitted.
ARTICLE IX: Principles and Program

Sec. 1. Principles. Principles are concepts of government adopted by the national convention to which the League subscribes. Most Principles have been an integral part of the national program since 1974 and are the authorization for the adoption of national, state, and local program.

Sec. 2. Program. The program of the LWVGO shall consist of action to implement the Principles. Local governmental issues may be chosen at the annual meeting for further study as follows:

Voting members residing within the jurisdiction(s) of the local government(s) concerned may make recommendations on issues at least two months before the annual meeting. This is usually done during program planning, but may be submitted directly to the board at any time.

The board shall consider these recommendations before formulating and submitting a written copy of a proposed program to the members at least fifteen (15) days before the annual meeting, or the program vice president may consider all recommendations and present a program to the board for approval before submitting it to the members. The annual meeting shall adopt a program by a majority vote of the members in attendance.

Sec. 3. Changes in Program. Changes in the program, in the case of altered conditions, may be made provided that: (1) information concerning the proposed changes has been sent to all members at least two weeks before a general membership meeting at which the change is to be discussed, and (2) attendance at said meeting shall constitute a quorum. Final action may be taken with a majority vote by the LWVGO membership.

In the case of an emergency, as determined by the board of directors, changes in the program may be made provided that the proposed changes have been sent to all members along with voting response directions. Members shall have a minimum of two weeks to research the proposal and respond in the fashion(s) requested. The program vice president shall present the results to the board for final action. A majority vote of all LWVGO members is needed to amend the program.
Sec. 4. Program Action. Members may act in the name of the LWVGO only when authorized to do so by the board or executive council. They may act only in conformity with, and not contrary to, a position taken by the LWVGO, LWVNE, and the LWVUS. Violation of this bylaw, or any unauthorized use of the LWVGO membership list, shall constitute sufficient reason for expulsion from membership in the LWVGO, upon vote of the board.

**ARTICLE X: Financial Administration**

Sec. 1. Fiscal Year. The fiscal year of the LWVGO shall be from April 1 to March 31 of each year.

Sec. 2. Dues. Annual dues, in an amount to be determined by three-fifths of the attendees at each annual meeting, shall be payable the first day of April. Any member who fails to pay dues within two months after they become payable may be dropped from the membership rolls.

Sec. 3. Budget. The budget for the ensuing year shall be submitted by the board of directors to the annual meeting for adoption. The budget shall include per member payments to the LWVUS and to the LWVNE, as determined at the national convention and state convention.

Sec. 4. Budget Committee. The budget shall be prepared by a committee that shall be appointed by the president with the approval of the board of directors by November 30. The budget shall be submitted to the board for approval at least one month before the annual meeting. The treasurer shall be an ex officio member of the budget committee, but shall not be eligible to serve as chair. The committee shall include the fundraising director and a representative of the Education Fund of the LWVGO. The proposed budget for the next fiscal year shall be sent to all members at least fifteen (15) days before the annual meeting.

Sec. 5. Audit. The books of the treasurer shall be audited biennially by an auditing committee composed of three League members who are appointed by the president, approved by the executive committee, and not on the board of directors. The books of the treasurer shall be audited every five
years by a qualified accountant.* Each audit report shall be submitted to the board of directors and published in the Bulletin.

Sec. 6. Distribution of Funds on Dissolution. In the event of the dissolution of the LWVGO, all moneys and securities which may be at the time owned by or under the control of the LWVGO shall be paid to the LWVNE after the state and national per member payments and other obligations have been met. All other property of whatsoever nature, whether real, personal, or mixed, that may be at the time owned by or under the control of the LWVGO shall be disposed of to such person, organization, or corporation for such public, charitable, or educational use and purposes as the board in its absolute discretion may designate.

ARTICLE XI: Parliamentary Authority

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XII: Indemnification

Every member of the board may be indemnified by the organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the board in connection with any threatened, pending, or completed action, suit, or proceeding to which the board member may become involved by reason of being or having been a member of the organization, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of duties. In the event of a settlement, the indemnification herein shall apply only when the organization’s board approved such settlement and reimbursement as being in the best interest of the organization. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which the member of the board is entitled.
ARTICLE XIII: Amendments

These bylaws may be amended by a two-thirds vote of the voting members attending the annual meeting, provided that the proposed amendments were submitted to the members in writing at least fifteen (15) days in advance of the meeting.

- The first audit by a qualified accountant shall be conducted on the 2010-2011 financial records.

Incorporated March 20, 1967, and as amended at the annual meeting April 6, 1968; April 12, 1969; April 1, 1971; April 6, 1972; April 17, 1975; April 19, 1976; April 20, 1977; April 20, 1979; April 16, 1981; April 28, 1983; April 12, 1984; April 18, 1985; April 17, 1986; April 29, 1989; April 24, 1993; April 13, 1996; April 21, 2001; April 19, 2008; April 24, 2010, April 23, 2011, April 27, 2013 and May 3, 2014.