



LEAGUE OF WOMEN VOTERS®
OF NEW JERSEY

STATE BOARD REPORT

February 2017

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LWVNJ President's Letter
Nancy Hedinger, President

SBR – February 2017

Dear Local League Presidents and Leaders:

As I write this, the late-February temperature outside is 73 degrees and it feels like spring! Thankfully, the plans for our "Making Democracy Work" awards cocktail reception and our Biennial Convention are well underway. This year, we will be hosting both events at the Forsgate Country Club in Monroe Township.

The LWVNJ Convention is not just celebratory. Every two years, it serves as the forum for our delegates to conduct the official business of the League of Women Voters of New Jersey. Per our bylaws, delegates authorize a Program, elect officers and directors, and adopt a budget for the ensuing two fiscal years. This year, we will also be voting on a revision to our bylaws.

Thanks to the Budget Committee, chaired by Sandy Matsen, the herculean task of reconfiguring and simplifying the proposed budgets for fiscal years 2018 and 2019 is now complete. The proposed budgets are attached along with budgets and notes from previous years, which provide insight concerning the newly proposed budget modifications. There will be a budget caucus at Convention to explain the changes and answer questions.

Thank you to all the Leagues that participated in program planning this year. LWVNJ has an active and aggressive ongoing democracy platform and thus, the Program for the next biennium contains no new studies or updates. A full report can be found within this SBR.

The Bylaws Committee, chaired by Director, Terry Thompson, has devoted considerable time and energy to a wholesale review of our bylaws. Revisions to the bylaws are presented within. Added material is underscored and deleted material is struck through. At the end of each article is brief explanation of the changes proposed for that article. We would like you to look carefully at the proposed revision to articles V (Board) and VI (Officers) and the new article VII on committees. There are minor changes, for instance substituting "LWVNJ" for "League of Women Voters of New Jersey" and spelling and grammar corrections, which we have not explained but which have been included in the draft bylaws revision.

In addition to the official business of Convention, we hope to celebrate the work and ingenuity of our local Leagues and recognize one member who has distinguished herself by extraordinary League service. We are extending the deadline for applications for the Local League Convention Awards to **March 6th**. This is your opportunity to recognize and trumpet the work of your members and share your ideas and successes with other local Leagues. We know you are doing great work – please share it with the membership!

In League,



Meeting held: Saturday, February 11, 2017

League of Women Voters of New Jersey :

1. Voted to present the proposed FY 2018 and FY 2019 LWVNJ budgets, as proposed, to the membership for a vote at Convention 2017.
2. Voted to present the proposed LWVNJ Bylaws changes to the membership for a vote at Convention 2017.
3. Voted to recommend all current LWVNJ positions be retained and there be no new studies or updates.

League of Women Voters of New Jersey Education Fund:

Order your 2017 New Jersey Citizen's Guide to Government

We are pleased to inform you that the **2017 New Jersey Citizen's Guide to Government** is now available for purchase!

The *2017 New Jersey Citizen's Guide to Government* has all the information every New Jersey resident needs including **updated contact information for elected officials**, information on **political parties** and affiliation, **civics information** for different levels of government, tips for effective communication with elected officials, and an **easy to reference district locator** for legislative and congressional districts.

Order forms are available here: http://lwvnj.org/images/CG/2017_CG_OrderForm.pdf

***Making Democracy Work
Cocktail Reception
Local League Sponsorship Opportunity***

On April 28, 2017 we will celebrate the extraordinary dedication of five honorees to improving our democracy. These distinguished honorees will receive one of the League's highest honors, the "Making Democracy Work" award.

The following honorees will receive the award in celebration of their efforts to engage, educate, and protect New Jersey voters:

Senator Diane Allen, *New Jersey Senate*
Patricia Campos-Medina, *Campos Strategies Group*
Dawn Clarke, *League of Women Voters of New Jersey*
Nicholas Corasaniti, *New York Times*
Jeannine LaRue, *Kaufman Zita Group*

We will also celebrate the League, an organization built and sustained by a membership committed to making our government more transparent, our residents more engaged and informed, and our democracy more accessible. The League was formed as a direct result of our foremothers' struggle to continue fighting for a place at the table in government, even after they won the right to vote.

We hope you will join us as we celebrate our foremothers and you, our current members, along with our distinguished awardees. We are offering an exclusive opportunity, only to local Leagues, to remember, recognize, or honor someone significant to your local League in our cocktail reception program.

Your League might like to memorialize a member recently passed who embodied League virtues and carried the spirit of the suffragists. Or celebrate your members who have been committed to Making Democracy Work for 50 years or more. Or maybe you would like to honor a great woman who you consider to be a foremother of our organization.

Your local League can honor anyone or anything of your choosing with a half page (7.5 wide x 4.75 tall) ad in the Making Democracy Work program book. The cost of \$200 will be used to keep the organization strong for years to come. This offer is only good for local Leagues and is normally \$500 for other supporters.

Please make checks payable to LWVNJ-EF, send to 204 West State Street, Trenton, NJ 08608 and write "local League ad" in the memo line. Email your completed ad to Jesse Burns, Executive Director at jburns@lwnj.org by March 27, 2017. If you have questions, please contact Jesse.

Thank you for Making Democracy Work!

**Making Democracy Work Cocktail Reception
Silent Auction and Wine Pull**

At our Making Democracy Work Gala on April 28th at the Forsgate Country Club in Monroe, the League of Women Voters will be sponsoring a wine pull and a silent auction.

The wine pull consists of getting donated bottles of wine valued at at least \$10.00. We put the bottles in a bag and people pay \$10.00 and pick out a bottle of their choice. Some get bottles worth \$10 but others get bottles worth \$15, \$20 or more. It is the luck of the pull. Last year we made \$390. Please donate a few bottles to this event. Our goal this year is to earn \$500.

We are also looking for items to be auctioned at our silent auction. Items can include restaurant certificates, tickets to plays or sporting events, gift cards, clothing, vases, candlesticks, fancy serving bowls, handmade jewelry, baskets of assorted books, coffees/teas, plants and gardening supplies, arts and crafts or candy. Your imagination is the limit. We can bundle smaller items. All donations are appreciated. Last year we raised \$2300.

If you have any bottles of wine or silent auction items to donate to the Gala, please contact Marlene Sincaglia, 908-464-1988 or jcsmmm@verizon.net. She will pick them up.

Thank you in advance for making our event a success.

Important Timeline Information for Local Leagues

- EXTENDED DEADLINE: March 6, 2017: Award Nominations due from local Leagues
- April 28, 2017: Making Democracy Work Awards and Cocktail Reception
- April 29, 2017: 62nd Biennial State Convention

Local League Awards

The League of Women Voters of New Jersey would like to recognize and celebrate local Leagues that have done outstanding work during the biennium and showcase one local League member who has demonstrated extraordinary service. Information about award nominations are included in this SBR. Let everyone know about the great work you are doing! Award nominations are due March 6, 2017.

LOCAL LEAGUE AWARDS

At the 2017 League of Women Voters of New Jersey Convention we would like to recognize local Leagues that have done outstanding work during the biennium.

In order to do so, we need local League boards to nominate their League (or a member, in the case of the Distinguished Service Award) and return forms by March 6, 2017 by email to Pat Thompson at contact@lwvnj.org.

1. **Innovation Award:** A new project or a new twist on an “old” project that made your League visible, added members, and/or made a difference in your community. It could be one that educated the public on an important issue, served voters or influenced policy. Creativity will be rewarded.
2. **Collaboration Award:** A project done in collaboration with other organizations that educated the public on an important issue, advocated for a local League program item, or solved a local problem, *and* served to leverage the League’s visibility and effectiveness.
3. **Communication Award:** The most effective communication effort of a local League. Leagues must submit at least three items of communication for judging by the Board. (Printed or emailed bulletin; other publication; published op-ed, article, letter to the editor; a DVD, radio or TV interview, or internet posting.)
4. **Distinguished Service Award:** A League member who has served the League in an extraordinary fashion, having directed an outstanding League project or given selfless service to the League on a continuing basis. Nominations made by local League boards, voted on by the LWVNJ board, with present LWVNJ Board members ineligible.

INNOVATION AWARD

Criteria for Award:

1. A new project or a significant modification of an existing/ongoing project.
2. The project (or change) must have been done between July 2015 and the present.
3. The project can be one that educated the public about an important issue, served voters or influenced policy, *with the result that the League became more visible, added members, and/or made a difference in the community.*
4. Creativity will be rewarded.

Submit a description of your project, including:

1. Your goal in doing the project and to what extent you achieved that goal. (If your goal was to educate voters, for example, how and how much did it help do that?)
2. If you modified a project done previously, explain how the changes improved results.
3. Provide evidence that the project made the League more visible and/or made a difference in the community. For example, the number of newspaper articles, phone calls, requests for speakers, policies changed, and/or people who joined because of the project.

Local League _____

Contact Person _____

Email _____ Phone: _____

Return this form with supporting material by March 6, 2017 to Pat Thompson at contact@lwvnj.org.

COLLABORATION AWARD

Criteria:

1. A project or activity that was done in collaboration with at least one other organization between July 2015 and the present..
2. The project needs to have educated the public on an important issue, advocated for a local league program item, or solved a local problem in a way that would not have been possible alone or separately.
3. The collaboration with another organization (or more) brought heightened visibility and a synergy of resources that made it “more than the sum of its parts.”

Submit a one-page description of your project, including:

1. What the project sought to achieve and to what extent you achieved that goal.
2. Names of the other organizations with which you cooperated.
3. Evidence that collaboration heightened the League’s effectiveness and increased its visibility.

Local League _____

Contact Name _____

Email _____ Phone _____

Return this form with supporting material by March 6, 2017 to Pat Thompson at contact@lwvnj.org.

COMMUNICATIONS AWARD

Criteria:

1. Entries should include materials from at least 3 of the 6 categories listed below, which were published, distributed, or disseminated between July 2015 and the present..
2. Each item submitted, except the bulletin/newsletter, will be judged on how wide its audience was, how well it succeeded in serving its purpose (e.g. if it was aimed at getting new members, how many did it deliver), and how it served the League's mission.

Categories:

1. Bulletin/newsletter. How many people get it and by what means? (email, snail mail)
2. Letter to the Editor or Op-Ed. Estimate the circulation numbers of the newspaper.
3. Newspaper articles, either by a reporter about a League project or submitted by a League member.
4. Radio or TV program or interview: Send a script or a summary of the show.
5. Video filmed at a League activity and made available to the public: Send a copy/link.
6. Your website or placement of your material on another site like YouTube. Submit website URL. (A blog would fit here too.)
7. Social Media Presence

Local League _____

Contact Person _____

Email _____ Phone _____

Return this form with supporting material by March 6, 2017 to Pat Thompson at contact@lwvnj.org.

DISTINGUISHED SERVICE AWARD

Nominations must be made by March 6, 2017

1. DESCRIPTION: At each LWVNJ Convention, the DISTINGUISHED SERVICE AWARD is given to a League member who has served the League in an extraordinary fashion.
2. Local Leagues must nominate individuals for this award. They may nominate more than one person and someone who has been nominated in the past.
3. CRITERIA: The League member selected will exemplify the best in League commitment and leadership. Nominees may have directed an outstanding League project or may have given selfless service to the League on a continuing basis.

Present state board members are not eligible.

4. The following outline will help you with your recommendations. This is only a guide.

A. League history - how long a member, what Leagues, offices held in the League

B. League projects/programs nominee has been involved in

C. Leadership skills

D. Communication skills

E. What makes this nominee stand out among League members?

LOCAL LEAGUE _____

CONTACT PERSON _____ PHONE _____

Return this form with supporting material by March 6, 2017 to Pat Thompson at contact@lwnj.org.

62nd Biennial Convention of the League of Women Voters of New Jersey
“Growing the Grassroots”
Saturday, April 29, 2017
Forsgate Country Club, Monroe Township, NJ

PROGRAM PLANNING RECOMMENDATIONS FOR 2017-2019

Recommended items for 2017-2019: *Note that these items will be addressed at Convention. They require a majority vote to adopt.*

Current Positions

The League of Women Voters of New Jersey (LWVNJ) Board of Directors recommends retaining all current positions for the 2017-2019 biennium. The Board’s decision to retain all positions was based on responses from 14 local Leagues.

Studies

The LWVNJ board is not recommending any studies or updates for the biennium.

Non-Recommended Items: Studies and Updates

No local League proposed a new study, as such, but several update requests suggested topics that are not part of any existing position, which requires that they be considered as proposed studies.

Several Leagues proposed updates to one of our positions. Almost none of them provided details of the update, such as a scope. None of them indicated support from multiple Leagues or leadership interest.

Note that these items may be addressed at Convention. They require both a majority vote to consider and, if approved for consideration, a two-thirds vote to adopt. They must be moved and seconded by at least 3 different Leagues, and have at least two members prepared to serve on the committee, one of whom agrees to be chair.

Most of the update requests were brief, often just a few words. A number are just a check in the "update" box on the form. The board decided that we would list all of them in this booklet. If a local League can obtain support from two other Leagues, write a scope for convention, and provide strong leadership, they may be able to attain the 2/3 majority needed to do the update. This generally requires planning in advance -- it is very difficult to successfully campaign for a non-recommended item starting at Convention.

Non Recommended New Studies

1. Administration of Justice -- Bail reform: Glen Rock. Previous position dropped 1995. Need to do a new study to secure a position.
2. WFI -- Child protective services. This topic is not close to the current child care topic it was linked to and would require a new study: Western Monmouth

Non Recommended Updates

1. Administration of Justice -- Juvenile Justice- use of solitary confinement, unfair treatment, caseloads: Northern Valley, Monroe Township, Teaneck
2. Administration of Justice -- Municipal Mediation: Teaneck
3. Education -- Private School Choice-examine use of public dollars for private special needs schools: Twp Ocean
4. Education-- Charter Schools: Burlington County, Monroe Twp
5. Education -- state role (New rules since 1993): Monroe Twp, Teaneck
6. Education -- teacher certification (state and federal changes): Monroe Twp
7. Fiscal Policy -- Dedication of Taxes, Tax and Spending Limits: Glen Rock, Monroe Township
8. Government -- Independent Commissions: W Monmouth
9. Government -- Structure and Procedure: Monroe Twp
10. Natural Resources -- Radioactive wastes (Current situation re storage): Monroe Twp, Ocean County
11. Natural Resources -- Solid waste management: W Monmouth
12. Women & Family Issues -- Legal Status of Women: Monroe Twp, Teaneck, Western Monmouth
13. Women & Family Issues -- Reproductive Rights; fetal viability: Fair Lawn

BUDGET

The proposed budgets for both the League of Women Voters of New Jersey (NJ) and the League of Women Voters of New Jersey Education Fund (EF) for fiscal years 18 and 19 are attached to this SBR. Delegates adopt both NJ budgets at convention. The Board of Trustees adopts the EF budgets for the two fiscal years. Both organizations have the same staff and share office expenses. LWVNJ is a 501(C)4 organization. It is the membership organization, has no limitations on lobbying, but donations are not tax deductible. LWVNJEF is a 501(C)3 organization and as such must meet a means test if it lobbys. Donations are tax deductible and any gifts from foundations or grants come to it.

These proposed budgets have been extensively reconfigured and simplified. The proposed budgets and notes do not have past data. Those are separate document also attached (NJ Historic and EF Historic). The numbers along the far left hand column in both documents will allow you to compare past actuals to proposed budget lines.

LWVNJ income consists of three major components.

- Development: The various appeals account for 23% of expected income. The Advocacy Appeal only supports LWVNJ. The Annual Appeal and Direct Mail support both entities at donor discretion. LWVNJ receives 30% of those gifts. The Board members are asked to make meaningful donation to the organization.
- Membership dues, both local League per-member-payment (pmp) and member at large dues account for 21% of annual income. NJ pmp remains at \$23/member. It was last raised in 2007.
- Reimbursement from the Education Fund for shared staff and office costs accounts for 53% of expected income.

Both the various appeals and membership dues are projected to grow based on a membership increase of 10% each fiscal year envisioned in the strategic plan. These proposed levels will require diligence, but are achievable. Critical to our well being is an increase in membership.

LWVNJ expenses do not include any major expansions of program. We have a staff of 2 full time employees (down from 3 in FY16) with 3% increase in salaries budgeted for each year. Insurance, audit and other fixed costs continue to rise.

LWVNJEF income consists primarily of development efforts—annual appeal, direct mail, board fundraiser and board gifts. We do not budget for foundation gifts or grants unless they are promised. The past 5 years we have received a family foundation gift of \$50,000, but it is not something we can apply for. Without this one gift, our previous year end balances would not have been positive.

LWVNJEF expenses do include money for VOTE 411 as well as money to develop a capacity campaign and a planned giving campaign. Similar to NJ insurance, audit, building maintenance and other fixed costs continue to rise.

Respectfully submitted,

Sandra Matsen, Budget chair
Susan Sferas, LWVNJ Director
Ellen Kemp, LWVNJ Treasurer, ex officio

Ann Armstrong, Member at Large
Jesse Burns, Executive Director, staff advisor

BYLAWS OF THE LEAGUE OF WOMEN VOTERS OF NEW JERSEY, INC.

Incorporated April 19, 1924

(as amended by delegates at _____ May 2013 Convention)

Contents:

Article I : Name	Article VIII : Financial Administration
Article II : Purposes and Policy	Article IX ^{VIII} : Convention
Article III : Membership	Article X : Nominations and Elections
Article IV : Recognition of Local Leagues, ILOs and MAL Units	Article XI : Principles and Program
Article V : Board of Directors Convention/Council	Article XII : Council
Article VI : Officers	Article XIII : National
Article VII : Committees	Article XIV ^{III} : Miscellaneous Provisions
	Article XV : Amendments

ARTICLE I

Name

Section 1 — Name and Principal Office. The name of this corporation shall be the League of Women Voters of New Jersey, Inc. (“LWVNJ”) with offices at 204 West State Street, Trenton, New Jersey 08608. LWVNJ is an integral part of the League of Women Voters of the United States.

Explanation of change to Article I: adds the office address.

ARTICLE II

Purposes and Policy

Section 1 - Purposes. The purposes of LWVNJ are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2 - Policy. LWVNJ 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 any candidate.

ARTICLE III

Membership

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

~~Section 2 — How Composed. The League of Women Voters of New Jersey shall be composed of members of the League of Women Voters of the United States who are enrolled in recognized local Leagues within the state and state members at large (MAL), who shall be state members who reside outside the area of, and or are not enrolled in, any recognized local League. State members at large may be enrolled as members of an MAL unit. Members who live within an area of a local League or MAL unit may join that League, any other local League, or be a member at large of LWVNJ.~~

Section 23 - Types of Membership.

- (a) Voting members ~~are~~ shall be those ~~persons~~ citizens at least 18~~6~~ years of age who ~~join the League of Women Voters and live in New Jersey.~~ They may be ~~are~~ enrolled in recognized local Leagues, ~~enrolled in member-at-large (“MAL”) units; and state MALs members-at-large who reside outside the area of, or are not enrolled in, any recognized local League or MAL unit (“unaffiliated MALs”); or including honorary life members.~~ ~~Honorary~~ Life members are those residing in the state who have been members of ~~the League of Women Voters of the United States the League~~ for 50 years or more. ~~The board of directors (“Board”) shall establish procedures for participation in LWVNJ councils and consensus meetings by MALs who are not enrolled in a local League or MAL unit. All voting members may serve on the Board or on program committees.~~
- (b) Associate members ~~are~~ shall be all other members.

Section 4 – Members at Large

~~Members at Large (MALs) can serve on the board or any committee of the state League and can participate in any statewide consensus process done by individual vote.~~

~~MALs who are members of an MAL Unit will have representation at council and convention through their unit. They can participate in consensus through a meeting of their MAL Unit as well.~~

~~Unaffiliated MALs do not have formal representatives at convention or council, although they may represent a local League that is not sending its full complement of delegates, at the discretion of that League's board. When a state consensus or update is done at the local League level, unaffiliated MALs may (with notice to the local League president) choose to participate with a local League, or they may come together as a group to reach consensus. In other cases they will be asked to send their thoughts and comments directly to the state League board, which will consider them as a set when it reviews responses from local Leagues, MAL Units, and ILOs.~~

Explanation of changes to Article III: Simplified, shortened, adds changes made at 2016 LWVUS Convention that are binding on state Leagues.. Section 2 is merged into the old section 3. .Section 4 was a well-intentioned attempt to describe a role for MALs but actually contains little new content and is best removed.

ARTICLE IV

Recognition of Local Leagues, Inter-League Organizations (“ILOs”) and MAL Units

Section 1 - Local Leagues and ILOs. Local Leagues and ILOs are those Leagues and ILOs that have been 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 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 LWVNJ shall recommend to the national board that recognition be granted.

Section 3 - Recognition of ILOs. When a majority of the members of a majority of the local Leagues in a county form an ILO to promote the purposes of the League, to adopt program, and to work on matters of common concern, the Board of LWVNJ shall recommend to the board of directors of the League of Women Voters of the United States that recognition be granted.

~~Section 4 – Withdrawal of Recognition. In the event of recurring failure of a local League or ILO to meet recognition standards, the board Board of directors shall recommend that the board of directors of the League of Women Voters of the United States withdraw recognition from the local League or ILO. All funds held by a local League from which recognition has been withdrawn shall be paid to the League of Women Voters of New Jersey, and all funds held by an ILO from which recognition has been withdrawn shall be prorated among the member Leagues.~~

Section 45 - Member-at-Large-Units.

- (a) When a group in a community in which no local League exists wishes to form a League of Women Voters, they may be organized by LWVNJ into an MAL unit.
- (b) When a local League has taken steps to disband, but meets all of the standards for recognition as an MAL unit, the Board may recognize that League as an MAL unit.
- (c) The Board shall establish rules, standards, and procedures for MAL units. ~~and shall withdraw recognition from an MAL Unit for recurring failure to meet these standards. All funds held by an MAL Unit from which recognition has been withdrawn shall be paid to the League of Women Voters of New Jersey.~~

Section 5 - Withdrawal of Recognition. ~~In the event of recurring failure of a local League, MAL unit or ILO to meet recognition standards, the Board shall withdraw recognition from the MAL unit or recommend that the board of directors of the League of Women Voters of the United States withdraw recognition from the local League or ILO. All funds held by a local League or MAL unit from which recognition has been withdrawn shall be paid to the LWVNJ, and all funds held by an ILO from which recognition has been withdrawn shall be prorated among the member Leagues.~~

Explanation of changes to Article IV: puts all withdrawal of recognition information in single section, moves it to end of article.

ARTICLE V

Board of Directors

Section 1 - Number, Manner of Selection and Term of Office. ~~The Board shall consist of the officers of LWVNJ and up to twelve directors. The members at convention shall elect all of the officers and at least six directors. The Board shall consist of the 7 officers of LWVNJ, 10 elected directors and not more than 10 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 chosen. elected and qualified.~~ The officers and elected directors shall appoint such additional directors, not exceeding ~~6~~10, as they deem necessary to carry on the work of LWVNJ. 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 ~~LWVNJ this corporation~~ unless that person is a voting member of LWVNJ.

Section 3 - Vacancies. The president shall designate a vice president to serve in the absence of the president. In the event of the resignation, removal, disability, or death of the president, the Board shall elect by majority vote one of the vice presidents to fill the vacancy. If no vice president is able to serve, the Board shall elect by majority vote another of its members to serve as president. Any vacancy, other than in the presidency, occurring in the Board may be filled by majority vote of the remaining members of the Board.

Section 4 - Powers and Duties. The Board 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 government 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. ~~The board shall create and designate such special committees as it may deem necessary.~~

Section 5 - Regular Meetings. The Board shall meet at least quarterly. Notice of the time and place shall be ~~provided~~mailed to all members of the ~~board~~Board not less than one week before the date 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.~~

Section 6 - Special Meetings. The president may call special meetings of the Board, and shall call a special meeting upon the written request of five members of the Board. Members of the Board shall be notified ~~in writing~~ of the time and place of special meetings at least three days prior to such meeting, provided, however that during a convention or council the president may, or upon request of five members of the Board shall, call a special meeting of the Board by ~~notifying~~ ~~handing~~ the members of the Board ~~a written notice~~ of the time and place of said meeting.

Section 7 - Quorum. A majority of the members of the Board 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.

Section 8 — Attendance and Removal from Office. ~~In the event that~~ a member of the Board ~~fails to is absent from attend three two~~ consecutive ~~regular board~~ Board meetings without a valid excuse, ~~s/he may be removed from office by a majority vote at a Board meeting. her or his office will be considered vacant. A Board member may be removed from office with or without cause by a two-thirds vote at a Board meeting. A vote for removal may not be taken unless notice has been given to the person whose removal is sought, and to the Board in the agenda of the meeting, at least one week prior to the meeting.~~

Section 9 - Electronic and Phone Decisions/Meetings: Board members ~~may vote by e-mail according to an e-vote policy approved by the board~~ They may participate in Board meetings by conference call or any other ~~electronic distance~~ method of communication, provided all ~~persons participating in the meeting are able to board members can hear each other, or that the technology used for the electronic meetings shall allow the members continuous full access to and full participation in all meeting transactions throughout the specified time of the meeting.~~

Explanation of changes to Article V: Recommends reducing size of Board by changing total number of elected and appointed directors from 20 to 12, at least 6 of whom must be elected. The current Board size is 27 members, but that size has not been reached for many years, and it is increasingly difficult to fill Board slots. A Board of 27 is unwieldy, discussion could be prolonged and repetitive, and we have no space for a Board that size to meet.

Removes reference to committees, which is rewritten and expanded in new Article VII on committees.

Eliminates requirements for mailed notice of meetings (see new notice provision in Article XIV, § 2, Notice).

Expands procedure for removal of a Board member to allow for removal with or without cause, recommended by bylaws authorities, see similar provision in Article VII, § 9. Eliminates procedure for email votes, which arguably was not permitted by NJ Nonprofit Corporation Act, substitutes wording that meets requirements of Act and allows for e-conference meetings (using something like GoToMeeting.com).

ARTICLE VI

Officers

Section 1 - Enumeration and Election of Officers. The officers of LWVNJ shall be a president, ~~two~~ ~~four~~ vice presidents, a secretary and a treasurer, ~~with a proviso that this amendment shall not go into effect until the close of the 2017 Convention.~~ ~~The secretary and treasurer may be the same person.~~ They shall be elected by the convention and shall hold office until the conclusion of the next regular biennial convention or until their successors have been elected. The president shall not be eligible for election to more than ~~three~~ ~~two~~ consecutive terms.

Section 2 - The President. The president shall preside at all meetings of the organization and of the Board except as provided in Section 3 of Article V. The president may, in the absence or disability of the treasurer, sign or endorse checks, drafts and notes. The president shall be, ex-officio, a member of all committees except the Nominating Committee ~~and may nominate the chairs and members of other committees established by the Board, subject to Board approval. The president shall give active direction to LWVNJ and be responsible for overall~~ ~~and have such usual powers of~~ supervision and management of LWVNJ, ~~and 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 vice presidents shall perform such duties as the president and the Board may designate.

Section 4 - The Secretary. The secretary or a duly appointed assistant shall keep the minutes of the conventions and councils of LWVNJ and of the meetings of the Board.; ~~notify all officers and directors of their election.~~ The secretary may have other responsibilities as decided by the officers of LWVNJ. The secretary, president or treasurer shall sign all contracts and instruments when so authorized by the Board.

Section 5 - The Treasurer. The treasurer shall serve as chief financial officer of LWVNJ and shall be an ex-officio member of the budget committee.

Explanation of changes to Article VI: Reduces number of vice presidents to 2, to be effective only after this convention so that 4 vice presidents will be elected in 2017. Allows President to serve 3 two-year terms if nominated and willing, rather than current limit of 2 terms. Strengthens President's job description, including appointing committee chairs other than Budget and Nominating, both elected by members, and committee members, with Board approval. The secretary and treasurer have important positions that should not be combined.

ARTICLE VII Committees

Section 1 - Member-Elected Committees: The Budget Committee chair and the chair and two members of the Nominating Committee shall be elected by LWVNJ members in convention. None of these shall be members of the Board. Nominations for these offices shall be made by the current Nominating Committee. Further nominations may be made from the floor of the convention.

Section 2 - Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall be members of the Board. The Board members to serve on the committee shall be appointed by the Board immediately after the convention. The president of the LWVNJ shall send the name and address of the chair of the Nominating Committee to local League and ILO presidents and to leaders of MAL units. It shall be the duty of the chair of the Nominating Committee to request through the president of each local League suggestions for nominations for offices to be filled. The committee shall serve until the conclusion of the next regular convention.

Section 3 - Budget Committee. The Budget Committee chair shall serve until the conclusion of the next regular biennial convention. The biennial budget shall be prepared by a committee of both Board and non-Board members including the Treasurer, and approved by the Board before submission to convention. The committee shall be appointed for that purpose within six months after convention. The committee shall serve until the conclusion of the next regular convention; it will review the budget and suggest revisions as needed in the non-convention year.

Section 4 - Executive Committee: The Board may create an Executive Committee of the five officers, including the president as its chair, which shall have the power to act for the Board on urgent matters between meetings, subject to ratification of its actions at a subsequent meeting

Section 5 - Program Committees: The Board may create Program Committees to implement governmental issues for which LWVNJ has positions. The Board shall review and approve: the appointments of all Program Committee chairs, whether self-nominated or nominated by an existing Program Committee; and all Program Committees' recommendations for action on specific legislation, regulations or public policy areas. Any LWVNJ member may serve on a Program Committee.

Section 6 – New Study, Review or Update Committees: The Board may create New Study, Review or Update Committees to study new program items or to review or update existing program items as chosen by convention or council. The Board shall review and approve: the outline of study, the committee chair, the study and consensus timetable, plans and speakers for workshops, the type of publications (quantity and cost if a book), the consensus questions and member agreement form, and the results of the member agreement and position statement. Any LWVNJ member may serve on a New Study, Review or Update Committee.

Section 7 – Other Board-Appointed Committees: The Board may, by resolution, create other committees having such powers as are permitted by these bylaws, by Title 15A of the New Jersey Statutes, and as are specified in the resolution establishing the committee. Each such committee shall consist of not less than three members, at least two of whom shall be members of the Board, and may include voting members of LWVNJ.

Section 8 - Nondelegable Powers; Rules of Committees: No committee of the Board shall be empowered to act in lieu of the entire Board in respect to the removal of officers or directors, the filling of vacancies on the Board or committees, authorization of merger or dissolution of LWVNJ, or with respect to amendment of the articles of incorporation or the bylaws of LWVNJ. Each committee of the Board shall fix its own rules governing the conduct of its activities, not inconsistent with rules promulgated by the Board, and shall make such reports to the Board of its activities as the Board may request or as required by law. All committees except the Nominating, Budget and Executive Committees shall perform an advisory function to the Board.

Section 9 – Termination of Committees, Terms, Removal of Committee Chairs, Filling of Vacancies, and Notice - All committees other than member-appointed committees may be terminated by the Board. The terms of all committee members will end at the end of each biennial Convention after their appointment, subject to reappointment. Any Board-appointed or Board-approved Committee chair may be removed from office with or without cause by a two-thirds vote at a Board meeting. A vote for removal may not be taken unless notice has been given to the person whose removal is sought and to the Board in the agenda of the meeting at least one week prior to the meeting. Any replacement for a Board-appointed or Board-approved Committee chair may be filled by a majority vote of the Board. All committees will give notice of each committee meeting at least one week before the meeting.

Explanation of changes in Article VII: This article is new and pulls together all committee requirements and procedures in a new bylaws article. Sections 1, 2 and 3 came from other articles in the bylaws and have not changed in substance. Section 4 is new, and permits an Executive Committee of the elected officers to have restricted powers to act between Board meetings, subject to ratification at the next Board meeting. Sections 5 and 6 are new to the bylaws, but are drawn from other LWVNJ guidance documents and practice. Putting them in the bylaws makes them easier for members to locate, since the bylaws will be on the web site. Section 7 is an expansion of a single line formerly in Article V, § 5, removing the limitation to “special” committees so that the Board may create standard committees such as Finance, Personnel, Building, etc., with descriptions in Board resolutions. Sections 8 and 9 are new, but are standard bylaws provisions. Bylaws authorities recommend allowing removals with or without cause to avoid prolonged debates on whether cause is present, which can even lead to litigation. We recommend a supermajority vote for any removal.

ARTICLE VIII

Financial Administration

Section 1 - Fiscal Year. The fiscal year of LWVNJ shall commence on the first day of July of each year.

Section 2 - Financial Support. Financial responsibility for the work of the LWVNJ shall be assumed annually as follows:

A. Local Leagues shall pay a per member payment.

1. When two or more members reside at a common address in the same household the local League shall make a full per member payment for the first member and a payment equal to one-half the per member payment for each other member.

2. Local Leagues shall pay half the per-member payment for each student member.

B. MALs shall pay annual dues to LWVNJ as determined by the Board convention or council.

~~1. When two or more MALs reside at a common address in the same household, the annual dues for each additional member shall be one-half the member at large dues set for the first member~~

C. Life members do not pay annual dues.

~~Section 3 – Membership Incentive. Each year during which a local League's membership has been increased by 10% or more, said League will receive a 5% reduction on the per member payment.~~

Section 34 - Budget. The Board shall submit to the convention for adoption a proposed budget for the next two fiscal years. The budget shall propose the amount of per member payment to be made by the local Leagues. A copy of the proposed budget shall be sent to each local League president, ILO president and MAL unit leader at least six weeks two months in advance of the convention. The Board shall be authorized to make appropriate modifications to the budget in the second year of the biennium. If a new PMP level should be deemed necessary in a non-convention year, a special meeting of council must be called to authorize the change. If there is to be a proposed increase in per member payment, local Leagues shall be notified of the amount of the increase at least six weeks three months in advance of convention or the specially-called council meeting.

~~Section 5 – Budget Committee. The budget chair shall be elected by the convention and shall serve until the conclusion of the next regular biennial convention. Nomination for this office shall be made by the current Nominating Committee. The budget shall be prepared by a committee of both board and non board members. The committee shall be appointed for that purpose within six months of convention. The committee shall serve until the conclusion of the next regular convention; it will review the budget and suggest revisions as needed in the non-convention year. The treasurer shall be ex officio a member of the budget committee but shall not be eligible to serve as chair.~~

Section 46 - Distribution of Funds on Dissolution. In the event of a dissolution for any cause of LWVNJ, all monies and securities which may at the time be owned by or under the absolute control of LWVNJ shall be paid to the League of Women Voters of the United States. All other property of whatsoever nature, whether real, personal or mixed, which may at the time be owned by or under the control of LWVNJ shall be disposed of by any officer or employee of the organization having possession of same to such person, organization, or corporation, for such public, charitable, or educational uses and purposes as may be designated by the then Board of LWVNJ.

Section 57 – Audit. The books shall be reviewed annually by a certified public accountant and formally audited by a certified public accountant at least every other year. The audit shall include both years of the biennium.

Section 6 – Inurement: No part of the net earnings of LWVNJ shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that LWVNJ shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II, above.

~~Section 8 – Signatories. The treasurer, secretary, or president shall sign all contracts and instruments when so authorized by the board.~~

Explanation of changes to Article VIII: Simplifies dues provisions; removes membership incentive provision, which has never been used; shortens lead time for presenting budget to local units before convention or PMP changes before council; adds Section 6, required by IRS in bylaws or certificate of incorporation; removed Section 8 which is a duplicate of language in Article VI, § 4; renumbered sections.

ARTICLE IXVIII Convention

Section 1 - Place, Date, Call and Notification. A convention of LWVNJ shall be held biennially. The time and place of the convention shall be determined by the Board. The president shall send a first call for convention to each local League president, ILO president, and MAL unit leader not less than three months prior to the opening date of the convention fixed in said call. Thereafter the Board may advance or postpone the opening date of the convention not more than two weeks from the date fixed in the first call. The president shall send a final call for the convention to each local League president, ILO president and MAL unit leader at least thirty days before convention.

Section 2 - Composition. The convention shall consist of the delegates chosen by the members of the local Leagues and MAL units, as provided in Section 4 of this article, the presidents of local Leagues or their duly authorized representatives, the presidents of ILOs or their duly authorized representatives, the leaders of MAL units or their duly authorized representatives, unaffiliated MALs, and the members of the Board of LWVNJ.

Section 3 - Qualifications of Delegates and Voting. Each delegate shall be a voting member of LWVNJ. Each delegate shall be entitled to vote only if that League has met its per member payment responsibilities. The board may make an exception in the case of proven hardship. 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. In addition to the president or the president's duly authorized representative, each recognized local League shall be entitled to one delegate for any number of voting members up to the first 25 voting members. When the number of voting members reaches 26, an additional delegate shall be authorized (thus two, in addition to the president, a total of 3 at 26 members) and one more delegate for every 25 additional voting members above that number belonging to said local League (thus 4 with 51 members, 5 with 76 members, and so on). The member count on January 31 of ~~the convention said~~-year shall be used for these calculations. The record in the state office of paid up voting members shall determine the official membership count for this purpose. Local Leagues must have per member payments paid in full through the quarter preceding convention or council to guarantee representation. MAL units are entitled to representation according to the same calculation as local Leagues. ILOs are entitled to one representative (their president or duly authorized representative) regardless of their number of members. There may be one unaffiliated MAL delegate for each 25 unaffiliated MALs in the member count, chosen on a first-come/first registered basis.

Section 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 next two fiscal years, and shall transact such other business as may be presented.

Section 6 - Quorum. A quorum shall consist of not less than twenty percent of the possible number of voting delegates (other than the Board), representing not less than twenty five percent of the local Leagues, for the transaction of business at a state convention.

Explanation of changes to Article IX: provided for convention representation for unaffiliated MALs.

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 chair and two members, none of whom shall 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 New Jersey shall send the name and address of the chair of the Nominating Committee to local League and ILO presidents and to leaders of MAL units. It shall be the duty of the chair of the Nominating Committee to request through the president of each local League suggestions for nominations for offices to be filled.~~

Section 12 - Suggestions for Nominations. Suggestions for nominations by local Leagues, MAL units or ILOs shall be sent by the head of such unit president or secretary of such local League or ILO to the chair of the Nominating Committee at least three months before the convention. Any member may send suggestions to the chair of the Nominating Committee.

Section 3 - Report of the Nominating Committee and Nominations from Floor. The report of the Nominating Committee of its nominations for officers, directors, budget chair and the chair and two members of the succeeding Nominating Committee shall be sent to local Leagues, ILOs and MAL units 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, providing the consent of the nominee shall have been obtained in advance.

Section 4 - Elections. The election shall be in the charge of an Election Committee appointed by the president on the first day of the convention. The election shall be by ballot except that, if there is but one nominee for each office, it shall be by voice vote. A majority of those present and voting shall constitute an election.

Explanation of changes to Article X: moves Nominating Committee definition to Article VII with other committee definitions and rules.

ARTICLE XI Principles and 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 a program.

Section 2 – Program. The program of LWVNJ shall consist of (a) League principles and positions (b) actions to implement those principles and positions, and (c) procedures such as studies and updates, by which new or revised positions are developed. Specifically:

- a. The LWVUS principles referenced in Section 1 [of this article](#) form the core of the League's program at all levels. Specific positions on state issues must be approved by concurrence or consensus and reaffirmed biannually at convention.
- b. Any action by the LWVNJ in support of, or opposition to, a governmental issue shall be based on one or more of the following, as they apply at the state level: the [p](#)Principles and positions of the LWVUS and the positions adopted by the LWVNJ.
- c. Procedures for studying an issue or updating existing positions are outlined below.

Section 3 - General Procedures. Changes to existing state League positions and addition of new state League positions can only take place after study or review at an appropriate level of League. There are three basic methods by which changes to program can be made:

- The convention is the normal method by which new studies, reviews and updates are authorized. The convention can also approve a new position by concurrence with a study done by another [state League](#), and it can delete an existing position or part of one. For previously-approved program to be carried forward into the new League biennium, convention must reaffirm it. The process by which convention makes all these decisions is described below (Section 4).
- Although convention is the normal method for making program decisions, Council can do so as well, under special circumstances (See Article XII).

~~• There are also provisions for the board, with local League input, to adopt a new study or update (See section 5)).~~

Section 4 - Procedure for program approval by convention:

The convention shall select the governmental issues for concerted study and action, [deletion of an existing position or part of one, or concurrence with a study done by another state League](#), using the following procedures:

- a. Local League boards may make recommendations to the Board at least three months prior to the convention.
- b. The Board shall consider the recommendations and formulate a proposed program which shall be submitted to the local League and ILOs at least two months prior to the convention.

- c. Any recommendation for the program submitted to the Board of directors at least three months prior to the convention, but not proposed by the Board, may be adopted by the convention provided consideration is ordered by a majority vote and the vote on adoption comes after a specified time has elapsed to permit proponents to hold caucuses and lobby to obtain support for their proposal. To be eligible for consideration as a non-recommended item, it must be proposed and/or seconded by members of at least three different Leagues or MAL Units and at least two individuals must have committed to serving on the committee, one of whom agrees to be Chair. These individuals may be local League members, MALs, or Board members. The final vote may be on the same day as the vote for consideration.
- d. A majority vote of those present and voting shall be required for adoption of subjects in the proposed program, including a concurrence, and for deletion of an existing program item. Adoption of a non-recommended program subject requires a two-thirds vote of those present and voting.

~~Section 5: Additional means of approval of studies or updates by boardBoard of directors. The board is not authorized to change existing positions or add new ones other than as the result of one of these procedures.~~

- ~~a. A state committee previously approved by the board of directors, or a group of at least 3 local Leagues, makes the recommendation to the board of directors.~~
- ~~b. If the recommendation is from a state committee, it shall have been approved by committee members who are themselves members, though not necessarily representatives, of at least three different Local Leagues or MAL units.~~
- ~~c. The recommendation shall include suggestions for how the study or update will be conducted, and will include an explanation for the request coming outside the normal means of approval at convention. The board of directors may

 - ~~○ approve the recommendation for distribution to the local Leagues for consideration;~~
 - ~~○ approve it for distribution to Local Leagues with changes approved by the recommending committee;~~
 - ~~○ disapprove it for distribution, but approve it for consideration together with other recommendations at the next regularly scheduled Convention; or~~
 - ~~○ disapprove it with no indication of approval or disapproval for inclusion in program under consideration at either Convention or Council.~~~~
- ~~d. If approved for distribution, the program recommendation will be distributed to the local Leagues together with a timeline for voting on whether to accept the recommendation for League program and materials explaining the special recommendation.~~
- ~~e. The timeline will generally provide local Leagues at least one month to respond, with a follow up message half way through the time period to encourage fuller response. The Board may provide a shorter timeline, however, in instances where there is a legislative or other reason to request a faster response.~~
- ~~f. Approval to conduct the study shall require a positive response by a majority of the local Leagues and approval by the state board.~~

Section 5 - Member Action. Members may act in the name of LWVNJ only when authorized to do so by the Board of LWVNJ.

Section 6 - Local League Action. Local Leagues may take action on state governmental matters only when authorized by the board of LWVNJ. Local Leagues may act only in conformity with, not contrary to, a position taken by LWVNJ.

Explanation of changes to Article XI: principally clarifies language; removes old Section 5 in toto, as it has never been used and calling a Council seems just as easy to do (see next article).

ARTICLE XII

Council

Section 1 – Nature and Purpose of Council. The term “council” shall refer to a statewide meeting of the LWVNJ, with specified representation from local Leagues, ILOs, MAL units and the Board, that is called between conventions to transact business requiring member input.

Section 2 – Place, Date, Call and Notification. Council shall be called if the Board of LWVNJ wishes to change PMP other than at convention. The Board may also choose to call council into session to obtain member ratification and discussion of substantial changes in direction, program or financing. The time and place of the meeting shall be determined by the Board. The president shall send a formal call to local Leagues and ILO presidents and leaders of MAL units at least thirty days before a council meeting. A special council meeting may also be called by [written request of](#) 10 of the local League presidents or ILO presidents.

Section 3 - Composition. The council shall consist of the delegates chosen by the members of the local Leagues, as provided in Section 4 of this article, ~~and~~ the members of the Board of the LWVNJ, presidents of ILOs or their duly authorized representatives and leaders of MAL units or their duly authorized representatives.

Section 4 - Representation. In addition to the president or the president's duly authorized representative, each recognized local League shall be entitled to one delegate for each 100 voting members or major fraction (51 or more) thereof.

Section 5 - Powers. The council shall give guidance to the Board on program, methods of work, and budget as submitted by the Board. The council is authorized to change the program 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 modifications. Limitations on action by council are similar to those for convention. The council may adopt a budget for the current fiscal year and shall transact such other business as shall be presented by the Board.

Section 6 - Quorum. A quorum shall consist of not less than ten members (other than the Board), representing not less than ten local Leagues for the transaction of business at a council meeting.

Section 7 - Qualifications of Delegates and Voting. Each delegate shall be entitled to vote only if that League has met its per member payment responsibilities. The Board may make an exception in the case of proven hardship.

ARTICLE XIII

National Convention and Council

At a meeting before the date on which names of delegates must be sent to the national office, the Board shall elect delegates to the National Convention or Council in the number allowed LWVNJ under the provisions of the bylaws of the League of Women Voters of the United States.

ARTICLE XIV

~~Parliamentary Authority~~ Miscellaneous Provisions

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

Section 2 - Notice: [Whenever under the provisions of these bylaws notice is required to be given to a director, officer, committee member, or member, such notice may be given by voice mail, electronic mail, other electronic methods, or hand delivery, and will be deemed given when received. Notice may also be given in writing by first-class mail or overnight delivery service with postage prepaid to such person at his or her address as it appears on the records of LWVNJ. Such notice shall be deemed to have been given when deposited in the mail or the delivery service.](#)

Section 342 - Mandatory Indemnification: The LWVNJ shall to the maximum extent permitted under the New Jersey Nonprofit Corporation Law, as amended, indemnify and allow reasonable expenses of any person who was or is a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee or agent of or volunteered services to the LWVNJ; or is or was serving at the request of the LWVNJ as a director, officer, employee or memberagent of any committee or of any other corporation or enterprise. Such right of indemnification shall inure to the benefit of the heirs, executors, administrators and personal representatives of such a person.

In order for LWVNJ to obtain and retain qualified directors and officers, the foregoing provisions shall be liberally administered in order to afford maximum indemnification of directors and officers and, accordingly, the indemnification above provided for shall be granted in all cases unless to do so would clearly contravene applicable law, controlling precedent or public policy.

Explanation of changes to Article XIV: Simplifies notice to allow for electronic and telephone notice; adds the Mandatory Indemnification section, which came from the bylaws of another state League and is permitted by the NJ Nonprofit Corporation Act.

ARTICLE XIV

Amendments

Amendments to these bylaws may be proposed by any local League board, provided such proposed changes shall be submitted to the Board at least two ~~three~~ months prior to a convention or council. Amendments to these bylaws may also be directly proposed by the Board without having been first suggested by a local League. All such proposed amendments shall be sent by the Board to the presidents of all local Leagues, MAL units, and unaffiliated MALs- at least six weeks ~~two months~~ prior to a convention or council together with the recommendations of the Board. The presidents of all local Leagues and MAL units 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 bylaws, which may be adopted by a two-thirds vote of those present and voting at any convention or council.

Explanation of changes to Article XV: shortens the pre-convention timelines for submission of amendments. Permits bylaws to be amended at council as well as at convention.

History

In May 2007:

The words "of citizens" were removed from article II.

The references to "paid life members" were removed from article III.

Both changes were mandated by LWVUS, which wanted to reference to citizens stricken, and which no longer has a "paid life" category.

In May 2009:

Article III.4: New Section on MALs added.

Article V.9: New Section on e-voting and such added.

Article VII.2: Paid life members removed, and bylaw setting fiscal year for MALs removed.

Article VII.7: Possibility of biennial audit added.

Quorum wording at both Council and Convention clarified.

Article X: Extensive changes to the definition of program, to allow the board to initiate a study, and to tighten requirements for a non-recommended item to be approved.

Article XI: Minor clarification of Council rules.

In May 2013 we expended the number of delegates from each local League (so the third delegate is added at 26, not 51) and gave MAL Units the same numbers. We also changed the official member count date to Jan. 31, for consistency with LWVUS.

In May 2016 the Board appointed a Bylaws Committee to review the bylaws and bring them up to date. This document is the result of that Committee's work.