



*The League of Women Voters Kansas  
City/Jackson/Clay/Platte Counties*

# Call to Annual Meeting

*Saturday, May 21, 2016*

9:30 Social; 10:00-2:00 Meeting

**All Souls Unitarian Universalist Church  
4501 Walnut Street, KCMO**

PLEASE BRING THIS MATERIAL WITH YOU TO THE MEETING

## PLEASE ACT NOW!

Your \$15.00 check payable to "LWV KC/J/C/P" is your reservation.

*Reservation MUST BE MADE by Tuesday, May 16, 2016*

To LWV PO Box 10416 - KC, MO 64171-0416 or call 816.213.4687

Lunch will be catered— Panera Bread; vegetarian option but need to know in advance.

COPIES OF LWV KC/J/C/P BY-LAWS will be available at the meeting

**By-law changes are being recommended**

## **Co-Presidents' Message – Donna Hoch and Linda Vogel Smith**

May 21 is our annual meeting, at which we carry out important business of our League, including:

- Review and approval of a budget for our July 1, 2016- June 30, 2017 fiscal year.
- Voting on leadership positions of the organization, including vacancies on our Board and ranking elected leadership positions
- Making a decision on whether our League will obtain 501(C)(3) status under the Federal tax code, including related changes in our bylaws and articles of incorporation
- Review and discussion of policy/program issues
- Discussion of other issues you may have on your mind.

The information that follows is the background material for this meeting. Please bring it with you.

We are also providing brief reports from Committees. If you have questions about these Committees' work, the annual meeting is a good place to raise these. If you want to become more involved, the annual meeting is a good place for you to speak up.

As is our custom for the annual meeting, we will have lunch. It is coming from Panera. The cost is \$15 in advance.

We hope to see you on the 21<sup>st</sup>.

### **COMMITTEE REPORTS**

#### **VOTER SERVICES – Sue Scholl**

The LWV registration team did over 30 registration events between April 2015 and April 2016. A bit thank you to our team members led by Sue Scholl: Delores Blaser, Cheryl Barnes, Anne Calvert, Bertie Daw, Sandy Eads, Fran Farah, Joyce Fulps, Jacquee Gafford, Pat Goodwin, Pat Lanser, Elaine Lenz, Pat Kenoyer, MJ McCall, Symie Menetove, Margie Richcreek, Carolyn Weeks, Carol Winterowd and Jan Cohen.

We not only registered voters but provided awareness on the importance of being an educated voter. Our "Voting Counts" program has been presented to voters and potential voters, primarily high school students by a growing cadre of LWV members. The program in high schools has involved a League team's working with political science teachers to present on voting to each political science/civics class throughout an entire school day.

Our League's leadership is currently working with "What U Can Do," a relatively new 501(C)(3) organization in Kansas City to determine how we can work with that group and other organizations to reach more people who are eligible to vote to get them registered, better educated about issues, and to turn out to vote.

## **COMMUNICATIONS - Peg Prendergast**

Peg Prendergast completely updated our League's web site. It is now much more functional and informative. Check it out at: [www.lwvkc.org](http://www.lwvkc.org)

## **Studies - LWVUS**

We participated in two national studies this year; 1) on Constitutional Amendments. There was a general meeting on October 17 on this topic, and we had a great consensus meeting on November 21, 2015. There was good participation, with around 29 people in attendance. Special thanks to the study committee: Pauline Testerman – Chair, Jane McClain, Dixie Brown, and Mary Lindsay; 2) Money in Politics – There we 3 meetings focused in preparation of the consensus meeting. Special thanks to the study committee Donna Hoch, Jane McClain and Peg Prendergast. We submitted our consensus answer to both studies and now League has new positions on these issues, which our League helped formulate; they will be announced at National Convention in June.

## **Candidate Forums Report – Charles/Anitra Steele**

Our League presented three forum events this year, starting in September 2015 with a Legislative Breakfast sponsored by the Platte City, Riverside and Parkville Chambers of Commerce. This was a well-attended event, with over 70 participants. There were 12 panelists, including a member of the KCMO City Council, Platte County Commissioners, Missouri legislators, and representatives of the offices of U.S. Representative, and both U.S. Senators. Co-President Linda Smith moderated.

In October, we co-sponsored with The Examiner newspaper, a Candidate Forum for the Missouri House District 29 seat vacated by Noel Torpey. The Forum was moderated by Jeff Fox, the newspapers business editor/reporter. It was held at Truman High School.

In March 2016, the League co-sponsored with the District Advisory Committee of the Kansas City Public Schools a forum for the write-in candidates for the KCMO School Board. It was held at Central Middle School. League Member, Cheryl Barnes, moderated. This forum was an interesting endeavor because write-in candidates announce their candidacy in the newspaper; contact information is not necessarily easily assessable. Nevertheless, five of the six invited candidates appeared and all spoke well and thoughtfully. An estimated 50 people attended.

For more information on forums and how you can participate contact Anitra and/or Charles Steele at [forumslw@yahoo.com](mailto:forumslw@yahoo.com)

## Nominating Committee Report 2016 – 2018 – Caroline Arnold

Caroline Arnold, chairperson, and her committee consisting of Pauline Testerman, Sue Scholl, and Sherry Templeton, present the following members of LWV/KC/J/C/ P who have accepted their nomination to the Board:

**The following members have accepted nominations for the following terms:**

### Officers:

Co-President: Donna Hoch	2015-2017
Co-President: Linda Vogel Smith	2015-2017
Vice President: <b>Vacant*</b>	2016-2018
Secretary: Anitra Steele	2016-2018
Treasurer: Caroline Arnold	2016-2018

### Directors:

Dixie Brown: Membership committee	2015-2017
Pauli Kendrick: Membership Chairperson/Climate Change	2016-2018
Peg Prendergast (Voter/Website/LWV BOD/special proj.)	2015-2017
Sue Scholl: Voter Registration	2016-2018
Pauline Testerman: Studies	2015-2017
Evelyn Maddox	2016-2018
Pat Goodwin	2016-2018

The following members are willing to take on responsibilities that require communications with the Board, but not attend board meetings – Off Board.

Cheryl Barnes: Communication  
Delores Blaser: Education  
Jane McClain: Women’s Equality Week  
Eloise Weatherford: Environment

Nominating Chairperson for 2017: Sue Scholl, Chairperson

\***Vacancy** for the position of Vice President; on an interim basis Charles Steele will continue in this position, until a candidate can be announced.

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## LWV Budget for FYE June 30, 2017

<b>REVENUES</b>					<b>2016-2017</b>
Dues for members @ \$60					\$4,320
Household membership @ \$90					\$990
Student membership @ \$30					\$30
Calendars, pins, mugs					\$50
Contributions to general operating funds					\$200
Conference /Convention prepay					\$300
Holiday Luncheon					\$500
Annual Meeting					\$500
Fundraising					\$500
Education Fund Donations					\$500
Reimbursement (MO ED. Fund/JO. CO. LWV)					\$732
<b>Total Income</b>					<b>\$8,622</b>
<b>EXPENSES</b>					
A. Operations:					
General supplies (web support)					\$250
Postage - regular					\$100
Telephone					\$156
P.O. Box fee					\$125
"Voter"					\$500
Operating Costs					\$1,131
B. Board & Administration					
Donation for regular meetings					\$100
President					\$100
Membership committee (including scholarships)					\$100
Misc. expenses(civic hosting, LWVUS president visit, etc.)					\$100
Travel to state board meetings					\$300
Holiday Luncheon					\$600
Board Costs					\$1,300
C. Delegates - Travel/Meetings					
National Convention					\$1,000
Annual Meeting					\$500
General meetings (Community Christian Church donation)					\$150
State meetings (fall conference, spring council, convention)					\$770
Meeting Costs					\$2,420
D. Assessments & Pledges					
National support @ \$31					\$1,840
State support @ \$15					\$920
Assessments					\$2,760
E. Missouri Secretary of State Registration					\$11
F. Programs and Activities:					
Community Service/Voter service/Forums					\$1,000
<b>Total Expenses</b>					<b>\$8,622</b>

# PROPOSED CHANGE IN OUR TAX CODE STATUS FROM 501(C)(4) TO 501(C)(3)

## **Background:**

A year ago at the LWVMO State meeting, we learned of that a number of local leagues, particularly in California, have re-established their U.S. tax code status as 501(c)(3) non-profit organizations from a 501(c)(4) organization. In Missouri, the St. Louis League has changed its status to a 501(c)(3) organization, while still maintaining a component of their organization as a 501(c)(4). We (Linda and Donna), with the concurrence of our Board, decided to explore the possibility of making this change for our League, including examination of both the benefits and possible down-side of making such a change. A small ad-hoc task group composed of Donna Hoch, Co-President; Charles Steele, Vice President; and Anitra Steele, Secretary, undertook a study of these questions including numerous discussions with an expert California-based accountant (Thomas Carson) who had assisted various California leagues make the necessary change, as well as with the leadership of the St. Louis League. Donna also spoke with leadership of leagues in Minnesota. The group's work included a re-drafting of our League's by-laws to conform with requirements for 501(C)(3) organizations and completion of forms that needed to be submitted to the State of Missouri.

Three presentations were made by the task group to the Board as the study progressed. Based on the findings and work completed the LWVMO/J/C/P Board voted to recommend to members at the Annual Meeting approval of the proposed change in our tax status.

## **Key Differences between 501(C)(3) and 501(C)(4) under the U.S. Tax Code:**

### **501(C)(4)**

- Currently, as a 501(C)(4) organization, our League is able to present large-scale advocacy campaigns that can cost in excess of 20% of our budget.
- As a 501(C)(4), only contributions to the LWV Education Fund are Tax deductible for the donor. This means that our League must maintain an education account with LWV of Missouri to which tax deductible contributions can be made.

### **Advantages of a 501(C)(3) are:**

- Local dues and contributions are deductible as charitable contributions for any member who itemizes deductible for tax return purposes. This would be attractive to members and other donors and increase donation to the local League.
- Our League could establish its own education fund with no need to rely on donations to LWVMO on our behalf.
- Being a 501(C)(3) non-profit would enable us to use facilities like the Kauffman Conference Center at no charge.
- We would have more opportunities for fund raising activities (e.g. certain grant sources) that require 501(C)(3) status.
- We would be eligible for discounts from certain vendors (e.g. Pay Pal) and we could apply to the State Department of Revenue for an exemption from paying sales taxes.

### **Requirement for Amending our By-laws to Obtain 501(C)(3) Status:**

Because of the tax benefits an organization and its members can realize from its status under 501(C)(3), the IRS requires that certain safeguards be built into its “foundation” documents. This requires us to amend our Articles of incorporation and Bylaws.

There are two specific requirements:

1. The IRS requires that the definition of an organization’s purposes be specifically limited to fit within the parameter of 501(C)(3). This is the reason for the proposed amendment to the “Purpose” section of the articles and bylaws. (see attached proposed bylaws revisions)
2. The IRS wants to be certain that, in the event that the organization is dissolved, assets which are being held for charitable, educational, etc. purposes under 501(C)(3) can only be transferred to another such qualified organization. This is the reason for the proposed amendment of the dissolution provisions in the articles and bylaws.

**Other Proposed Revisions of Bylaws:** We have taken this opportunity to do the following

1. Clarify descriptions of officer’s responsibilities.
2. Allow for Co-presidents and additional Vice Presidents
3. Update the lead time for notification of meetings
4. Provide for electronic communications
5. Add an indemnification section
6. Establish a quorum for meetings to be 10% of the membership

### **Other Implications/Considerations:**

Our League can qualify as a charitable/educational organization under 501 (C)(3). That said, we must be mindful of what the statute precludes. The following are considerations in that regard:

1. The statute precludes participation in campaigns for public office. Because our mandate prohibits our participating in campaigns this is not an issue. The non-partisan candidate forums are not campaign events but rather educational events.
2. The statute prohibits lobbying as a “substantial” part of a 501(C)(3) organization’s overall activities. This limitation would not impact our League’s activities. To measure what would constitute a “substantial part” an organization can elect to measure the magnitude of its lobbying activities based on the dollar amount actually spent from its budget on lobbying expenditures, with no reference at all to volunteer hours spent on “lobbying.” If our League’s lobbying expenditures do not reach or exceed 20% of our total expenditures, then its “lobbying” activities are deemed not to be a “substantial part” of its overall activities and would qualify under 501(C)(3). Based on a long history of advocacy, our League has never come close to such a limit. In fact, information from National, which has hired lobbyists, is that only 6% of the LWVUS budget goes to lobbying. The State of California, which has hired lobbyists, only 5% in their budget for lobbying.

Items are classified as lobbying if they are related to: bills, ballot measures resolution, or similar items at the federal, State or local legislative level or ballot measures, (.e.g. a referendum, initiative, constitutional amendment, etc. Our League can advocate for or kinds of reform, but such advocacy does not constitute lobbying from a tax perspective unless a reference to specific proposed legislation, specific ballot proposition, etc.

### **Board Recommendation to the Membership:**

That the membership vote “yes” to proceed with all necessary paperwork to obtain IRS approval of 501(C)(3) for the League of Women Voters of Kansas City, Jackson, Clay and Platte Counties, including amendment of the By-laws and Articles of Incorporation.

Bylaws2016pt colorrev4

- Red is current bylaws
- Black is new
- Green is new sections
- Underlined are word changes
- Blue is removal

BYLAWS

League of Women Voter of Kansas City/Jackson, Clay & Platte Counties

As adopted by the organization 2004, April 2007, 2008, 2010, 2014

ARTICLE I

Name

Section 1. The name of this organization shall be the League of Women Voters of Kansas City / Jackson, Clay, & Platte Counties or, as the League. This local League is an integral part of the League of Women Voters of The United States and of the League of Women Voters of Missouri.

Section 1. Name. The name of this organization shall be League of Women Voters of Kansas City/Jackson, Clay & Platte Counties hereafter referred to in these bylaws as League. This local League is an integral part of the League of Women Voters of the United States (herein referred to as LWVUS) and the League of Women Voters of Missouri (herein referred to as LWVMO).

Section 2. Form. The League shall be a nonprofit public benefit corporation incorporated under the laws of the State of Missouri.

Article II Purposes and Policy

Section 1. Purposes: The Purposes of the League are to promote political responsibility through informed and active participation in government and to act on selected governmental issues.

Section 2. Political Policy. The League may take action on regional governmental reassures 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 II

Purpose & Political Policy

Section 1 Purposes: The Purposes of the League are to promote political responsibility through informed and active participation in government and to act on selected governmental issues. LEAGUE is organized and operated exclusively for charitable and educational purposes under Section 501 (c ) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, League shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under such provisions of the Internal Revenue Code. No substantial part of the activities of League shall be the carrying on of attempting to influence legislation.

Section 2 Political Policy: The League 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. Types of Membership

- a. Voting Members, Citizens at least 18 years of age who join the League are voting members of local Leagues, state League, and of the LWVUS; 1]those who live within an area of a local League may join that League or any other League; 2]those who reside outside the area of any local League may join any League or shall be state members-at-large; 3]those who have been members of League for 50 years or more shall be life members excused from payment of dues.
- b. Student members will be individuals who are enrolled either in full or part time in an accredited institution. They must be 18 years of age to have voting privilege and must have a current student identification.
- c. Associate members. All others who join the League shall be Associate members unless additional categories of membership are established.

## 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 **Types of Membership:** This Corporation shall have the following two classes of members who together shall be referred to herein as "Members": Local League Members and Associated Local League Members. Citizens at least 18 years of age who join the League are voting members of League LWVMO and of the LWVUS; those who have been members for 50 years or more shall be life members and excused from payment of dues. All others who join shall be associated members.

**Section 3 Termination of Membership:** A member may resign at any time by delivering a written notice to the president or secretary. The resignation shall be effective upon receipt of such notice. Membership shall terminate upon the death of a member. The board may terminate a member for nonpayment

## Article IV Officers

Section 1. Election, Qualifications, and Terms. The officers of the League shall be a President, a Vice-President, a Secretary and a Treasurer. They shall be voting members of the League and shall be elected, for terms of two years by the general membership at an Annual meeting and, except for the Treasurer, take office immediately. The Treasurer shall take office at the beginning of the fiscal year. The Vice-President and the Treasurer shall be elected in even-numbered years.

Section 2. The President. The President shall have such powers of supervision and management as customarily pertain to the office; 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; may sign or endorse checks, drafts and notes in the absence of the treasurer, and shall perform such other duties as the board may direct. In the event of the absence, disability, resignation or death of the president, the vice-president shall assume the office. If the vice-president is unable to serve as president, the board shall fill the vacancy from among the elected directors.

Section 3. The Vice-President. The vice-president shall perform such duties as the president and board shall direct.

Section 4. The Secretary. The secretary shall keep minutes of the meetings of the membership and of the board. The secretary shall notify all officers and directors of their election and 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 board shall direct.

**Section 5. The Treasurer.** The treasurer shall perform such duties as customarily pertain to the office; arrange for an annual audit of the books; and, at the direction of the board, maintain deposits in authorized financial institutions; shall report the membership changes to the state and to national offices, shall make financial reports at meetings of the Board of Directors, provide the financial report for the “Call to Annual Meeting” and shall serve as a member of the budget committee.

## ARTICLE IV Officers

**Section 1 Election, Qualification and Terms:** The officers of League shall be president or co-presidents, a vice president or a first and second vice president, each of whom shall be in charge of a major portfolio, a secretary and a treasurer. They shall be voting members of the League and shall be elected for terms of 2 years by the general membership at the annual meeting. Except for the Treasurer, they take office immediately. The Treasurer shall take office at the beginning of the fiscal year. The President(s) and the Secretary shall be elected in odd-numbered years. The vice president or first and second vice president and the treasurer shall be elected in the even numbered years.

**Section 2 The President:** The President shall preside at all meetings of the corporation and of the Board of Directors unless the President designated another person to do so. The office of the President may be held concurrently by more than one person. The President shall be an ex officio member of all committees except the nominating committee and the audit/budget committee; may sign or endorse checks in the absence of the Treasurer; and shall perform such other duties as the Board may direct. In event of the absence, disability, resignation or refusal to act or death of the president or co-presidents, the Vice President(s) in order of their rank shall assume the office. If no vice-president is able to serve as president, the Board shall fill the vacancy from among the elected directors.

**Section 3 The Vice President(s):** The Vice-President(s) shall perform such duties as the President(s) and the Board shall direct. In the event of the death, absence, disability, resignation or refusal to act as the President(s), the Vice President(s) in order shall possess all the powers and perform all the duties of the President(s) and shall do and perform such other duties and exercise such other authority as may be from time to time imposed upon or assigned to the Vice Presidents by the Board of Directors.

**Section 4 The Secretary:** The secretary or designee shall keep at the principal office or such other place as the Board may order, a book of minutes of all meetings of the Board and its committees, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at the Board and committee meetings, and the proceedings thereof. The Secretary shall also keep minutes of the Annual Meeting and shall sign with the President all contracts and such instruments when so authorized by the Board. The Secretary shall keep, or cause to be kept, at the principal office or such place as designated by the Board, the original or copy of the corporation’s Articles and Bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and any committees thereof required by these Bylaws or by law to be given, and shall have such other powers and perform such other duties as may be prescribed by the Board.

**Section 5 The Treasurer:** The Treasurer is the chief financial officer of the corporation and shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transaction of the corporation. The books of account shall at all times be open to inspection by any director.

The Treasurer shall deposit all money and other valuables in the name and to the credit of the corporation with such depositaries as may be designated by the Board. The Treasurer shall disburse the funds of the corporation as may be ordered by the Board, shall render to the President and the directors, whenever they request it, an account of all transactions as Treasurer and of the financial condition of the corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board. In the absence or disability of the Treasurer, the President, the Vice President or the Secretary may sign or endorse checks, drafts, and notes.

The Treasurer shall present statements to the Board at its regular meeting, a financial report to the members at the Annual Meeting, and a year-end financial report within 120 days of the close of the fiscal year.

## ArticleV Board of Directors

**Section 1. Selection, Qualifications and Term.** The board of directors shall consist of the officers of the League, up to 6 directors elected by the annual meeting and not more than 6 directors appointed by the elected members of the board. All directors must be voting members of the League. They shall be elected at the annual meeting to serve for a term to two years[except in the initial year one half of the directors will be elected or appointed for one year terms] or until their successors are elected or appointed, and their term of office shall begin at the close of the annual meeting. Vacancies other than the president may be filled by vote of the remaining members of the board. One half of the directors shall be elected or appointed in odd numbered years and the remaining one half in the even numbered years.

**Section 2. Powers.** The board shall manage and supervise the business, affairs and activities of the League subject to the instructions of the annual meeting. It shall select delegates to state convention and council and to national convention. It shall accept responsibility for such other matters as the national or state board may from time to time delegate to it. It shall have the power to create such special committees, as it deems necessary and shall perform such other duties as are specified in these bylaws.

**Section 3.** At least 5 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 5 members of the board.

**Section 4. Quorum.** A simple majority of the members of the board of the League shall constitute a quorum.

### ARTICLE V Board of Directors

**Section 1 Selection, Qualifications, Term and Vacancy:** The Board of Directors shall consist of the officers of LEAGUE, up to 6 directors elected by the annual meeting and not more than 6 directors appointed by the elected members of the Board. All Directors must be voting members of LEAGUE. They shall be elected at the annual meeting to serve for a term of two years or until their successors are elected or appointed and their term of office shall begin at the close of the annual meeting. Vacancies other than the Presidency may be filled by vote of the remaining members of the Board. One half of the directors shall be elected or appointed in odd numbered years and the remaining one half in the even numbered years.

**Section 2 Powers:** The Board shall manage and supervise the business, affairs and activities of LEAGUE subject to the instructions of the annual meeting. It shall select delegates to state convention and council and to national convention. It shall accept responsibility for such other matters as the national or state Board may from time to time delegate to it. It shall have the power to create such special committees, as it deems necessary and shall perform such other duties as are specified in these bylaws. The Board shall be responsible for supervising all development activities and insuring that the necessary resources for the operation of LEAGUE will be secured. The Board shall be responsible for overseeing all compliance requirements.

**Section 3 Meetings:** At least 5 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 5 members of the Board. Members of the Board shall be notified of the time, place, and purpose of the special Board meeting at least 48 hours in advance electronically or by phone.

**Section 4 Electronic Meetings:** Meetings may be conducted by telephone or other communication technology. When the meeting is called, all Board members shall be informed that official business may be transacted and that a member who is participating by electronic means is deemed present in person at the meeting. At the beginning of the meeting and again at the time any vote is conducted, each member shall verify their identity and their ability to simultaneously hear each other.

**Section 5. Action Without Meeting.** The directors may take action between meetings by mail or an e-mail ballot, when necessary, provided that notice of the proposed action sets forth the proposed action, provides the opportunity to specify approval or disapproval of the proposal, and a reasonable time in which to return the ballot is allowed. Notice, quorum, and other requirements for the conduct of meetings shall apply. Ballots shall be filed with a report of the action and shall be part of the minutes of the next meeting of the Board of Directors.

**Section 6 Executive Committee:** The President or Co-presidents, the Vice-president(s), the Secretary and the Treasurer shall constitute the Executive committee. The executive committee shall exercise such power and authority as may be delegated to it by the Board and shall report to the Board on all actions taken by it at the next Board meeting.

**Section 7 Quorum:** A majority of the Board of Directors shall constitute a quorum and a majority of those present shall have power to act in all matters except as specified elsewhere in these bylaws.

**Section 8 Removal from Office:** Three unexcused absences within a year from regular Board meetings shall constitute a resignation. A 2/3 vote of the Board quorum is required to remove a Board member for failure to perform duties.

**Section 9 Compensation** No person shall receive compensation for serving on the Board A member of the Board may be reimbursed for reasonable out of pocket expenses as the Board determines,

## Article VI Meetings

**Section 1. Membership Meetings.** There shall be no fewer than 4 meetings of the General Membership each year. The board shall determine the time and place.

**Section 2. Annual meeting.** An annual meeting shall be held in April/May, the exact date to be determined by the board. The annual meeting shall:

- a. Adopt a regional program for the ensuing year.
- b. Elect officers, directors, and chairman and 2 members of the nominating committee.
- c. Adopt a budget
- d. Transact such other business as may properly come before it.

**Section 3 Quorum.** The number of voting members present shall constitute a quorum.

## ARTICLE VI MEETINGS

**Section 1 Membership Meetings:** There shall be no fewer than four meetings of the General Membership each year. The Board shall determine the time and place.

**Section 2 Annual Meeting:** An annual meeting shall be held in April or May, the exact date, time and place to be determined by the Board. The annual meeting shall:

- a) Adopt a local program for the ensuing year.
- b) Elect officers, and directors
- c) Elect the chair and two members of the nominating committee
- d) Adopt a budget
- e) Transact such other business as may properly come before it
- f) A quorum shall consist of 10% of voting members

Members shall receive all materials for the annual meeting in writing at least two weeks in advance

**Section 3 Special meetings:** The Board may call a special general membership meeting and shall call such a meeting upon the written request of one percent of the voting members. Members shall be notified in writing at least seven days in advance of the meeting. Notice of such meetings shall state the purpose of the meeting and only business related to that purpose may be considered and acted on, including changes in local program. Ten percent, two of whom shall be officers of the LEAGUE, shall constitute a quorum at special meetings.

#### Article VII Nominations and Elections

**Section 1. Nominating Committee.** The nominating committee shall consist of a chairman and 2 members that shall be elected by the annual meeting. Vacancies shall be filled by appointment by the board.

**Section 2. Report of Nominating Committee.** The report of the nominating committee, containing its nominations for officers and directors and the chairman and two members of the next nominating committee shall be sent to the members one month 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 provided the consent of the nominee has been obtained.

**Section 3. Elections.** Election shall be by ballot except that if there is only one nominee for an office it shall be by voice vote. A majority vote shall constitute an election.

#### ARTICLE VII

##### Nominations and Elections

**Section 1 Nominating Committee:** The nominating committee shall consist of a chairman and two members that shall be elected by the annual meeting to serve for one year. Vacancies shall be filled by appointment by the Board.

**Section 2 Report of Nominating Committee:** The report of the nominating committee, containing its nominations for officers and directors and the chairman and two members of the next nominating committee, shall be sent to the members at least two weeks before annual meeting. The report of the nominating committee shall be presented to the annual meeting. Nominations may be made from the floor immediately thereafter provided the consent of the nominee has been obtained.

**Section 3 Elections:** The election shall be by ballot except that if there is only one nominee for an office, the Secretary may be instructed to cast the ballot for the candidate or a voice vote may be taken. A majority vote shall constitute an election.

#### ARTICLE VII

##### Indemnification of Directors, Officers, Employees and Agents

**Section 1 Mandatory Indemnification:** The Corporation shall to the maximum extent permitted under the General Not-For-Profit Corporate Law of the State of Missouri as amended, indemnify and allow reasonable expenses of any person

who was or is a party to 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 Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent 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 person.

Section 2 **Liberal Construction:** In order for LEAGUE 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.

Section 3 **Supplementary Benefits:** The League may supplement the right of indemnification under Section 1 of this Article by one or more of the following: purchase of insurance, indemnification agreements, and advances for related expenses of any person indemnified.

#### Article VIII Principles and Program

Section 1. **Principles.** The Principles are concepts of government adopted by the national convention and supported by the League as a whole. They are the authorization for the adoption of national, state and local/regional program.

Section 2 **Program.** The program of the League shall consist of action to implement the Principles and those local/regional governmental issues chosen by the annual meeting for concerted study and action as follows:

- a. Voting members may make recommendations to the board at least two months before the annual meeting.
- b. The board shall consider these recommendations and formulate a proposed program which shall be sent to the members at least one month before the annual meeting.
- c. The annual meeting shall adopt a program by a majority vote. Program recommendations submitted to the board may be considered by the annual meeting provided that the annual meeting shall order consideration by a majority vote and the annual meeting shall adopt the item by a majority vote.

Section 3. **Changes in Program.** Changes in the program, in the case of altered Conditions, may be made provided that information concerning the proposed change has been sent to all members at least two weeks before a general membership meeting at which the change is to be discussed and final action by the membership taken at a succeeding meeting.

Section 4. **Program Action.** Members may act in the name of the League only when authorized to do so by the appropriate board. They may act only in conformity with, and not contrary to, a position taken by the League, the LWVMO and LWVUS.

### **ARTICLE IX Principles and Programs**

Section 1 **Principles:** The principles are concepts of government adopted by the LWVUS National Convention and supported by the League as a whole. They are the authorization for the adoption of national, state and local/regional program.

Section 2 **Program:** The program of the League shall consist of action to implement the Principles and those local/regional governmental issues chosen by the annual meeting for concerted study and action as follows:

- a) Voting members may make recommendations to the Board at least two months before the annual meeting.

- b) The Board shall consider these recommendations and formulate a proposed program which shall be sent to the members at least two weeks before the annual meeting.
- c) The annual meeting shall adopt a program by majority vote.
- d) Program recommendations submitted to the Board but not proposed by the Board may be considered by the annual meeting provided that the
  - i. The annual meeting shall order consideration by a majority vote of the members present
  - ii. The annual meeting shall adopt the item by a majority vote of the members present.

**Section 3 Change in Program:** Changes in the program, in the case of altered conditions, may be made provided that information concerning the proposed change has been sent to all members at least two weeks before a general membership meeting at which the change is to be discussed and final action by the membership is taken at a succeeding meeting.

**Section 4 Program Action:** Members may act in the name of the League only when authorized to do so by the appropriate board. They may act only in conformity with, and not contrary to, a position taken by the LEAGUE, the LWVMO or the LWVUS.

**Section 5 Program Record:** A record shall be kept of the LEAGUE's positions on local governmental issues in the Secretary's permanent file.

#### Article IX Financial Administration

**Section 1. Fiscal Year.** The fiscal year of the League shall be from July 1 to June 30 of each year.

**Section 2. Dues.** Annual dues shall be paid upon becoming a member in accordance with the Standing Rules and shall be renewable on the first day of the Fiscal year [July 1]. The amount of dues shall be set at the Annual Meeting, by majority vote. Membership shall be canceled if dues are not paid in a timely manner and in accordance with the Standing Rules. When two or more members reside at the same address in a common household, the payment determined will be one full membership and one half of that for the 2<sup>nd</sup> household member.

**Section 3. Budget Committee.** The budget shall be prepared by a committee, which will be appointed for that purpose at least two months before the annual meeting. The treasurer shall be, ex officio; a member of the budget committee but is not eligible to serve as chair. The proposed budget for the next fiscal year shall be sent to all members one month prior to the annual meeting.

**Section 4. Distribution of Funds on Dissolution.** In the event of the dissolution of the League all moneys and securities which may at the time be owned by or under the control of the League shall be paid to the LWVMO 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 which may at the time be owned or under the control of the League 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 X Financial Administration

**Section 1 Fiscal Year:** The fiscal year of the League shall be from July 1 to June 30 of each year.

**Section 2 Dues:** Annual dues shall be paid upon becoming a member in accordance with the Standing Rules and shall be renewable on the first day of the Fiscal year (July 1). The amount of dues shall be determined by the Board and approved by the membership at the Annual meeting. Membership shall be canceled if dues are not paid in a timely manner and in accordance with the Standing Rules. When two or more members reside at the same address in a

common household, the payment determined will be one full membership and one half of that for the 2<sup>nd</sup> household member.

**Section 3 Finance/Audit Committee:** A finance/audit committee shall be appointed by the Board to prepare an annual budget, review all financial records (with outside consultants, if needed), provide oversight of the “conflict of interest” policy and of compliance requirements. The proposed budget for the next fiscal year shall be sent to all members at least two weeks before the annual meeting.

**Section 4 Distribution of Funds on Dissolution:** In the event of the dissolution of LEAGUE all monies and securities or other property of whatsoever nature which may at the time be owned by or under the control of LEAGUE shall be paid to the LWVMO Education Fund which is exempt under section 501 (c )(3) after the state and national per member payments and other obligations have been met. If this organization is not then in existence or exempt under those tax provisions, then, at the discretion of the board, to another organization which is organized and operated exclusively for charitable and educational purposes and which has established its tax-exempt status under Section 501 (c )(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

#### Article X Parliamentary Authority

**Section 1. Parliamentary Authority.** The rules contained in a currently accepted Rules of Order shall govern the organization in all cases to which they are applicable and not inconsistent with these bylaws.

#### **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 not inconsistent with these bylaws.

#### Article XI Amendments

**Section 1. Amendments.** These bylaws may be amended by a two-thirds vote of the voting members present and voting at the Annual Meeting, provided that amendments were submitted to the membership in writing at least one month in advance of the meeting.

#### **ARTICLE XII Amendments**

These bylaws may be amended by a two-thirds vote of voting members at the annual meeting or at a special meeting called for that purpose provided that the proposed amendments were submitted to the membership in writing at least two weeks in advance of the meeting.

#### **ARTICLE XIII Governance**

Wherever not otherwise provided in the bylaws, the internal affairs of LEAGUE shall be governed by the procedures established in the General Not-For-Profit Corporate Law of the State of Missouri. The Board shall establish written policies for effective governance and the conduct of activities to set and achieve the operational goals of LEAGUE, as directed by the membership in the annual meeting.



**PROGRAM POSITIONS OF THE LEAGUE OF WOMEN VOTERS OF KANSAS CITY AND OF EASTERN JACKSON COUNTY  
(Combined Positions April 2004)**

**EDUCATION**

**Kansas City:** Support of adequate local tax levies to provide optimum education systems for the school districts within the Kansas City limits. The following criteria should be used to evaluate the adequacy of proposed tax levels:

1. Retention or improvement of the districts state classification.
2. Competitive teacher's salaries among the twelve Kansas City, MO districts

**Independence:**

1. Support open meetings of the school board for the purpose of informing and soliciting public opinion, and encouraging the public to attend these meetings. (1971)
2. Support a quality education that prepares students for their role as contributors in the changing cultural, social and economic world. (1-1972)
3. Support of the school system in Independence with the objective of providing optimum education for all. (9-1975)

**CITY POSITIONS**

**Kansas City:**

**Human Resources** – (Currently (3-1-04) the functions delineated below are performed or monitored by the City's Human Relations Department. There is no Human Relations Commission now, however a Human Rights Commission (HRC) has the task of responding to all issues of bias although it has no enforcement power.) (Consensus 1966)

Support of equality of opportunity in public accommodations and housing. The Kansas City fair housing ordinance should include these provisions:

1. Coverage of all dwellings except rental units in one-family or two-family owner occupied structures
2. Actions of real estate brokers, lending institutions and builders should be covered.
3. An anti-blockbusting clause should be included.
4. The Human Relations Commission should enforce the ordinance with recourse to the courts.
5. Complaint investigation procedures should be in the following order:
  - a) voluntary compliance, b) efforts at mediation, c) subpoena of witnesses at all stages, d) public hearings and e) court action
6. The enforcing agency should be allowed to initiate complaints
7. The principle of ascending fines for second violations should be part of the housing ordinance.
8. A program of public education should be instituted by the Human Relations Commission, with a sufficient budget.

**City Government**

Support of Council-Manager form of government. The following points were emphasized:

1. The six district and the six at-large council members create a representative government that can be responsive to the will of the majority.
2. More emphasis should be placed on the policy-making capabilities of the council
3. Consideration should be given to transfer of some of the detail of the charter to the administrative code.
4. Consideration should be given to methods for strengthening the policy making leadership role of the mayor.

**Support of the following City Charter Changes:** (Consensus 1972)

1. A considerable increase in the number of signatures required to declare intent to cause referendum petitions to be circulated.
2. Raising the number of signatures required to bring an issue to referendum to about 10% of the registered voters.
3. Charter revision should be done by an appointed non-partisan committee rather than a 13 member elected commission.
4. Charter review body should make proposals to city council every 10 years to be taken as amendment to propositions to the voters.

**Support of Planning and Zoning:** (Consensus 1977)

1. Applicants for rezoning, opponents, and citizen groups should have equal opportunities to present their information and opinions.
2. Persons appointed to the City Plan Commission and the Board of Zoning Adjustment should have a balance of interest among them.
3. Notification of rezoning hearing should be published in a paper of general circulation other than the Daily record. Written notification of hearings and rehearing's to all owners of record and residents of adjoining property should be a requirement. . . .not a courtesy. The notification procedure might include prominently posting a sign at the property, easily recognizable from a distance, at least two weeks before the first hearing.
4. In the planning process, a set of goals should take priority over a map showing proposed uses, although it is understood both are important.

**Housing:** (Consensus 1981)

1. Support of a written housing policy to preserve a healthy environment and conserve decent and safe housing stock.
2. Support the conservation of the city core and older housing stock.
3. Support the Mayor and City Council formulating this policy.
4. Support and adequately funded Housing Department.
5. Support property maintenance and code enforcement.
6. Support private investment in housing.

**Finance:** (Consensus 1984) Support for adequate financing of city services. Support of budgeting procedures that facilitate citizen comprehension and City Council participation. Support for reliance upon progressive taxes. The following points were emphasized:

1. *Expenditures:* Among the categories used in the Budget by objectives, the League gives highest priority for support of two, "Public Safety and Protection" and "Maintenance and Utility".
2. *Procedures:* The League would like to see the format of the Proposed Budget and the Financial Report coordinated to facilitate citizen comparison and comprehension as well as meeting accounting and city finance principles. The League would also like to have significant changes in the budget from the preceding year noted and fully described in the proposed budget.
3. *Revenue:* The League supports a reduction of the utility tax. When taxes are justified to the public, based on an emergency and earmarked for a specific use, the League supports a sunset clause tied to their adoption. The League supports bond issues for needed capital improvements.

## **Independence City Positions**

1. Support of Independence City Charter (including our position opposing formation of a board of police commissioners with the exception and conditions state in the position paper) and evaluation of any proposed amendments or revisions. (1961)
2. Support having a functioning Human Relations Commission. (3-1964)
3. The LWV of Independence supports a sound system to finance Independence municipal services and capital improvements. (1971)
4. Annexation (12-1972)
5. Oppose formation of a Board of Police Commissioners. (10-1974)
6. Support recreation programs designed and available to meet the needs of all ages. (10-1977)
7. Support services to be accessible to every citizen by means of an efficient and economical delivery system from the Fire, Health, Police and Public Works/Maintenance Departments and any other departments appropriately assigned to these services. (1993)
8. Support of comprehensive planning as a general guide for the development of Independence. (1994)
9. Support of tax increment financing as first implemented by the City of Independence, MO. (1996)

## **COUNTY POSITIONS**

**Clay County:** Study of the home rule charter government for Clay County. Support of criteria for a new jail facility in Clay County.

1. The Plans for the jail must take into consideration the current as well as the long range uses and needs of the entire County.
2. All federal minimum standards should be met.
3. Adequate parking facilities should be included in the total jail plan.
4. The future expansion of all county governmental facilities should be an integral part of the overall planning for a new jail.

**JACKSON COUNTY GOVERNMENT:** The following positions were established by the now defunct Tri-County League, an inter league organization (ILO), after study and consensus all the participating Leagues:

1. Support of the charter form of government in Jackson County (1967-1970)
2. Support of the authorization for home rule charter counties to provide services approved by the voters on a county-wide basis. (1967-1970)
3. Support of authority of Jackson County to enter into inter-governmental contracts. (1967-1970)
4. Support of a merit system applying to all county employees below the level of department head. (1967-1970)
5. Support of improved administration of institutions and services for juvenile wards of Jackson County, with chief emphasis on treatment. (1967-1970)
6. Support of increased accountability for administration of Jackson County finances. (1974-75)
7. Support of a continuing re-evaluation of property tax assessment. (1974-75)
8. Support of a sound county tax system. (1974-75)
9. Support the minimum standards in the Jackson County Jail position for the housing of jail inmates. (1974-75)
10. Support continuance of Jackson County Anti-Drug Tax for an additional seven years. (1995 position of Independence only as the Tri-County ILO had dissolved.)

## **REGIONAL POSITIONS** (Tri-County)

1. Support of an adequate welfare program for residents of Jackson, Clay and Platte Counties. (1970)
2. Support of a regional plan for management and disposal of solid waste in the Kansas City Metropolitan Area. (2-1973)
3. Support of the expansion of a public mass transit system and the need to develop a mass transit metro in the Kansas City area. Locally, we support the concept of one regional authority governing mass transit in the Kansas City statistical metropolitan area. The League support provisions, which take into consideration convenience, accessibility, reliability and speed. Also importance is reasonable fares, minimal comfort and personal safety. The League supports those measures, which reduce to a minimum the disruption of existing communities and ecological balance. The League also favors the use of existing facilities and rights of way where possible.

## **NATURAL RESOURCES - WATER**

Support of a comprehensive water policy, one that includes the public trust doctrine

STATEMENT OF POSITION – adopted April 2014

The League of Women Voters Kansas City/Jackson/Clay/Platte believes:

Metropolitan area governments should have the responsibility for developing a comprehensive water policy for our communities. Such a policy should include the public trust doctrine\* in all decisions, recognizing the state's responsibility to hold water in trust for the benefit of the citizens of the area.

*The policy should also:*

- *Recognize the interrelatedness of ground and surface water.*
- *Recognize the in-stream value of water.*
- *Recognize the benefits of water conservation.*
- *Specify that private rights shall be balanced with the public interest and that the public interest should take precedence in case of conflicts.*
- *Consider other states' water needs when planning on a watershed or basin basis.*

*The goals of the metropolitan water policy should be to:*

- *Assure availability of water for domestic use while maintaining minimum in-stream flow.*
- *Protect public health and minimize contamination of ground and surface water through appropriate waste (including waste water) management and through appropriate land use policies.*
- *Manage excess water and reduce pollution through strategies that include flood plain management, soil conservation techniques and control of urban runoff.*

*Metropolitan water policy should consider agricultural development and industrial development but these should not be fostered at the expense of other interests.*

Implementation of metropolitan water policies requires:

- Data sufficient to identify problems and to make and document decisions needed to meet water needs.
- Comprehensive water plan within which alternatives may be weighed and decisions made.
- Coordination and communication among community, state and local agencies and other concerned interests, including the public.
- Delegation of specific tasks and activities, with clear lines of responsibility and authority.
- An administrative mechanism for resolving disputes among competing interests.
- Funding adequate to assure responsible development and implementation of metropolitan water policies.

\*The public trust doctrine concerns certain property deemed to be held in trust by the state for public use, including the beds of navigable watercourses. Under the public trust doctrine, such streams "shall forever remain public highways" except for the overriding right of Congress to regulate commerce.

The responsibility of the state as trustee of such property is the heart of the doctrine.