

**WOMEN'S STATE LEGISLATIVE COUNCIL
OF UTAH, INC.**

BYLAWS

ARTICLE I

Membership

Membership of the Women's State Legislative Council of Utah, Incorporated (WSLC) shall be composed of organizations represented by accredited delegates, affiliate councils and individuals. WSLC does not discriminate and is all inclusive.

Section 1. Organizations

- a) Any organization requesting membership in WSLC, in whose territory there is no affiliate council, shall submit to the Executive Board of WSLC an application for membership together with a copy of the applicant's constitution or governing rules and a roster of its membership.
- b) Upon receipt of an application for membership, the Membership and_Credentials Committee shall review the application and make recommendations to the Executive Board for consideration of membership. Within five days of such action, the Executive Board shall provide notice to the applicant of the acceptance or rejection of its application.
- c) Each organization shall be represented by one, two or three delegates chosen from its membership, the number to be determined by the Executive Board in relation to the number and size of member organizations and the facilities available for accommodation of delegates at general meetings. These delegates are to be named at the time dues are paid. All delegates shall be residents of the State of Utah.

d) Delegates shall be replaced by the member organization only upon written request of its president to the WSLC Membership and Credentials Chair.

Section 2. Affiliate Councils

a) Any group of eight or more organizations outside of Salt Lake County, in whose territory there is no affiliate council, may organize an Affiliate Women's Legislative Council of Utah. Such affiliate council shall adopt a Constitution consistent with the Articles of Incorporation of WSLC and Section 501(c)(4) of the Internal Revenue Code and may pass bylaws, which do not conflict therewith.

b) Every affiliate council which is accepted for membership shall be entitled to one Director to serve on the Executive Board for a term of two years. Said Director shall be selected by such affiliate council from its membership. The president of an affiliate council may designate a member of its board to represent the affiliate council at meetings of the Executive Board of WSLC if the Director is unable to attend.

c) In addition to the Director, each affiliate council may be represented by any active delegates up to a maximum of eighteen.

d) Affiliates desiring to bring programs and resolutions before WSLC on matters of statewide interest shall follow the same procedures as that prescribed in Article VII, Section 1.

Section 3. Individuals

a) Any individual in the State of Utah whose aims are in accord with the objectives and policies of WSLC shall be eligible for membership.

b) Upon receipt of an application for membership, the Membership and Credentials Committee shall review the application and report the same at the next Executive Board meeting. Within five days of such action, the Executive Board

shall provide notice to the applicant of acceptance or rejection of the application.

Section 4. Members

- a) The term "member" shall refer to any person holding a delegate position from an organization or affiliate council, regular membership, or life/honorary membership issued by WSLC for the current biennium.
- b) Each member shall serve for the full biennium (a two-year term).
- c) Newly accepted members shall be presented by the President or Membership and Credentials chair to WSLC at the next regular meeting.

Section 5. Elected Officers

Officers are elected from the accredited members. Any elected officer who resigns for cause, shall retain status as an accredited member.

Section 6. Appointed Members of the Executive Board

- a) Appointed members of the Executive Board are appointed by the President from accredited members to serve as Parliamentarian, Public Relations chair, Bulletin editor, co-chairs of Legislative Study Committees, and such others as are deemed necessary.
- b) Any appointed Board member who resigns for cause shall retain status as an accredited member.
- c) An attempt shall be made to balance appointments between major political parties.

Section 7. Life/Honorary Membership

- a) Any person who is a Past President of WSLC shall be entitled to life membership without payment of dues and with full membership privileges.

b) A gold life credential shall be granted by the Executive Board without formal application.

Section 8. Termination of Membership

a) Of Organizations and Individuals

1) For delinquent dues: Membership shall be terminated upon dues becoming delinquent.

2) For cause: Membership may be terminated by the Executive Board for cause including excessive non-attendance at meetings or change of eligibility after investigation and due notice to the member.

b) Within five days following action to terminate, the Executive Board shall provide notice of the Board action to appropriate organizations or individuals. In the case of the member organization, both the organization and its delegates shall be notified. In the case of a delegate, both the delegate and the organization where applicable shall be notified.

c) Any member organization, individual member, affiliate council, elected officer or appointed member of the Executive Board whose membership is terminated as herein provided, forfeits all rights, title and interest in and to the property of WSLC.

Section 9. Reinstatement Procedures

a) Any organization or individual whose membership has been terminated may reapply for membership. Such application shall be subject to the same procedures as those for admission of new member organizations or individuals.

b) If a member's membership has been terminated for cause, a written application for reinstatement giving justification may be submitted to the Executive Board. The application of a delegate who represents an organization must be countersigned by the president of the organization represented by the individual. The Executive Board reserves the right to make the

final decision regarding the acceptance of said delegate or member.

ARTICLE II

Fiscal Year and Dues for Biennium

Section 1. Fiscal Year for the Biennium

The fiscal year for the biennium shall begin June 1 of the odd-numbered years. For purposes of complying with federal and state income tax reporting requirements, the fiscal year shall begin June 1 of each year.

Section 2. Dues

- a) Dues for each delegate from member organizations and affiliate councils and for each individual member shall be payable on or before October 1 of the first year of the biennium. The amount shall be stated in the Council standing rules.
- b) Dues for each delegate from member organizations and affiliate councils, and for individuals shall be payable on or before October 1 of the first year of the biennium. The amount shall be stated in the Council standing rules.
- c) Dues for continuing organizations and individuals shall become delinquent following the October meeting of the first year of the biennium.

ARTICLE III

Credentials

Section 1. Issuing Credentials

Upon payment of dues, each accredited delegate of a member organization and affiliate council and each individual member, shall be issued a credential by the Treasurer of WSLC.

Section 2. Transferring and Replacing Credentials

- a) Credentials are not transferable.
- b) If a member organization or affiliate council replaces a delegate, the original credential shall be returned to the Treasurer, and a replacement fee for the new credential will be assessed.
- c) A replacement fee shall be charged for a lost or damaged credential.

Section 3. Use of Credentials

The credential shall be presented at the door for admittance to the meetings of WSLC, upon call of the chair, and before voting.

Section 4. Membership List

The Treasurer shall file a current alphabetical list of the membership with the President, President-elect, Treasurer, Corresponding Secretary, and Attendance Committee chair. Additional lists can be provided to the board as needed.

ARTICLE IV

Officers

Section 1. Officers

- a) The elected officers of WSLC shall be President, President-elect, First Vice President, Second Vice President, Recording Secretary, Treasurer, Corresponding Secretary, Historian and five Directors.
- b) The appointed officers of WLSC shall be the one Director from each affiliate council as provided in Article 1, Section 2 (b), Parliamentarian, Chaplain, Public Relations chair, Bulletin Editor, Policy chair, State Issues chair, National Issues Chair, chairs and co-chairs of Legislative Study Committees, Timekeeper chair, Attendance Committee chair, Sergeant-at-Arms, Celebrations Committee chair, and such others as are deemed necessary.

Section 2. Duties of Officers

a) President

1) The President shall preside at all meetings of WSLC and be chair of the Executive Board.

2) The President shall be ex-officio member of all committees of WSLC, except the Nominating Committee; be ex-officio member of affiliate councils.

3) Be responsible, in connection with the Executive Committee (Article V. Section 5), for recommending WSLC's policies, planning and directing its development, and coordinating its various interests.

4) May call special meetings as provided in the bylaws.

5) With the approval of the Executive Board, the President shall make appointments in accordance with the bylaws.

6) Appoint additional members as outlined in Standing Committees Article VI and such others as are deemed necessary.

7) With the approval of the Executive Board, appoint the successors of the elected and appointed officers who vacate their positions, except as provided in Article IX, Section 9 (a).

8) Before each meeting of WSLC, the President, or such alternate as may be designated, shall appoint the ushers and doorkeeper to serve for the day.

9) The President, or such alternate as may be designated, shall represent WSLC with other societies and at public meetings and conferences.

10) The President, in conjunction with the Executive Committee, shall have power to act between meetings of the Executive Board.

11) Shall make a biennial report to WSLC.

12) Perform such duties as directed by the Executive Board.

b) First Vice President

- 1) The First Vice President shall perform the duties of the President in the absence of the chair;
 - 2) Shall serve as chair of the Bulletin Committee;
 - 3) Shall assume the duties of the President in the event of her resignation;
 - 4) Shall perform any other assigned duties.
- c) Second Vice President
- 1) The Second Vice President shall perform the duties of the President in the absence of the President and the First Vice President;
 - 2) Shall serve as chair of the Auditing Committee;
 - 3) Shall serve as chair of the Elections Committee;
 - 4) Shall perform any other assigned duties.
- d) President-Elect
- 1) The President-elect shall perform the duties of the President in the absence of the President, the First Vice President, and the Second Vice President;
 - 2) Shall act as chair of the Membership and Credentials Committee;
 - 3) Shall serve as chair of the Resolutions Committee;
 - 4) Shall perform any other assigned duties.
- e) Recording Secretary
- 1) The Recording Secretary shall keep a detailed record of the actions taken by WSLC and of the programs presented;
 - 2) Shall assist the Historian;
 - 3) Shall be a member of the Bylaws and Handbook Committee;
 - 4) Perform such other duties as pertain to the office.
- f) Treasurer
- 1) The Treasurer shall receive all dues, fees and other monies of WSLC and shall deposit them in the depository designated by the Executive Board;
 - 2) Shall prepare a biennial budget which shall be approved by the Executive Board at the October Board meeting

and reported at the October Council meeting of the first year of the biennium;

3) Shall make disbursements by check, countersigned by the President or President-elect, or use of a debit card upon written agreement of the President or President-elect, and only on order of the Executive Board;

4) Shall report paid and unpaid dues in a monthly statement to the Executive Board;

5) Shall give a financial statement to WSLC at any meeting upon request.

6) The Treasurer's books shall be audited annually by the Auditing Committee.

7) In compliance with the Internal Revenue 501(c)(4) regulations, an annual 990EZ form must be filed the 15th day of the 5th month after the end of the WSLC fiscal year.

8) The Treasurer shall be a member of the Membership and Credentials Committee and shall keep an alphabetical list of the members to whom credentials have been issued.

9) Perform other assigned duties.

g) Corresponding Secretary

1) The Corresponding Secretary shall conduct the correspondence of WSLC as directed by the President;

2) The Corresponding Secretary shall keep a corrected monthly roll of all member organizations, delegates, and members;

3) Notify each member of the meetings and of any special activities;

4) Shall be a member of the Membership and Credentials Committee;

5) Perform such other duties as may be delegated.

h) Historian

The Historian shall keep a written record and a book of the history of WSLC and display them at the biennial business meeting of WSLC.

i) Directors

- 1) The Directors shall be elected officers and members of the Executive Board;
- 2) Shall attend all meetings of the WSLC and of the Executive Board;
- 3) Shall, as assigned by the President, be responsible for the work of their respective Legislative Study Committee and coordinate the work of the committee with the Executive Board;
- 4) Shall attend their respective legislative interim committee meetings;
- 5) The Directors and committee chairs, or other committee members, shall distribute resolutions introduced by their respective committee and passed by the Council to the Legislators.

j) Immediate Past President

- 1) The Immediate Past President shall serve on the Executive Committee and Executive Board and attend all meetings, including Council meetings;
- 2) Be responsible for presenting member orientation at least once a year;
- 3) Serve as chair of the Bylaws and Handbook Committee and on other committees as appointed by the President;
- 4) Shall be entitled to life membership in the Council as outlined in Article I Section 7. Life/Honorary Membership.

k) Parliamentarian

- 1) The Parliamentarian shall attend all meetings of WSLC and of the Executive Board;
- 2) Interpret the governing rules and, upon request of the presiding officer, advise how they are to be carried out;
- 3) Review all resolutions to be submitted to WSLC for adequacy and for acceptable form as prescribed by the current edition of *Robert's Rules of Order Newly Revised*;
- 4) Shall serve as a member of the Bylaws and Handbook Committee and of the Resolutions Committee;

5) Shall serve as adviser to the Policy Committee and other committees as requested.

1) Chaplain

The Chaplain, or an assigned representative, shall be in attendance at all general sessions of WSLC and may open these meetings with an inspirational thought.

ARTICLE V

Executive Board

Section 1. Membership

- a) The governing body of WSLC shall be an Executive Board (also known as the Board) composed of the elected officers (President, President-elect, First Vice President, Second Vice President, Recording Secretary, Treasurer, Corresponding Secretary, and Historian), the Directors representing Affiliate Councils, the Immediate Past President, the Directors of the five Legislative Study Committees, and the appointed officers with vote.
- b) The appointed officers (with vote) shall be the Bulletin editor, Policy chair, Public Relations chair, co-chairs of the Legislative Study Committees, State Issues chairs (2), National Issues chairs (2), and Chaplain.
- c) Non-voting members of the Executive Board shall include the Timekeeper chair, Physical Arrangements chair, Sergeant-at-Arms, Attendance chair, and the Parliamentarian.
- d) Nine voting members shall constitute a quorum.

Section 2. Duties

- a) The Executive Board shall have general supervision of the affairs, funds and property of WSLC and shall be responsible for carrying out the policies and purposes of WSLC;
- b) Shall determine times and places of meetings and notify members of meetings;
- c) Shall act upon applications for organization membership;

- d) Shall receive reports from all committees;
- e) Shall approve the programs to be presented before WSLC;
- f) Shall exercise such additional duties as commonly pertain to an Executive Board.

Section 3. Funds and Properties

- a) The Executive Board shall receive monthly reports of the financial condition of WSLC from the Treasurer and shall authorize all payments of WSLC funds;
- b) Shall designate the depository of the monies and the depository for the past minutes and historical records including the biennial handbooks;
- c) Shall name the caretaker of the properties of WSLC.

Section 4 Forfeiture of Office

- a) Elected officers and appointed officers whose dues are delinquent shall forfeit office.
- b) An officer with three unexcused absences from meetings of WSLC shall forfeit office.

Section 5. Executive Committee

- a) An Executive Committee consisting of the President, President-elect, First and Second Vice Presidents, Recording Secretary, Treasurer, and Immediate Past President shall have power to act between meetings of the Executive Board.
- b) Four members shall form a quorum.

ARTICLE VI

Standing Committees

The standing committees shall be: Membership and Credentials Committee, Legislative Study Committees, Resolutions Committee, Bulletin Committee, Public Relations Committee, Bylaws and Handbook Committee, Celebrations Committee,

Auditing Committee, Policy Committee, Elections Committee, State Issues Committee, and National Issues Committee.

a) Membership and Credentials Committee

1) The Membership and Credentials Committee shall consist of the President-elect as chair, Treasurer, Corresponding Secretary, Attendance chair and two or more members appointed by the President and approved by the Executive Board.

2) The duties of this committee shall be to investigate organization applications for membership, to report thereon to the Executive Board and to present new members to WSLC.

3) The members of this committee shall issue credentials to the accredited members and to other accepted members of WSLC.

4) When requested, they shall make a report to the Executive Board.

5) It shall be the responsibility of this committee to supervise all attendance records as requested by the Executive Board.

b) Legislative Study Committees

1) Legislative Study Committees of WSLC shall research and present topics studied by the Utah State Legislature. WSLC Legislative Study Committee names shall correspond with Utah Senate and House Standing Committees.

2) Officers: The officers of each Legislative Study Committee shall consist of the elected Director and the appointed co-chairs, all appointed by the President with the approval of the Executive Board. Upon appointment, the co-chairs, shall serve for the biennium.

3) Committee Members: Additional committee members may be appointed by the President.

4) Committee activity: Legislative Study Committees shall study prospective legislation for the purpose of acting as

sifting committees to bring before WSLC subjects of primary importance to its members.

5) Program selections: Each Director shall submit to the Executive Board proposed topics and programs for committee meetings and general sessions. The Executive Board shall select the programs for WSLC and assign time to the Legislative Study Committees to present their work.

c) Resolutions Committee

1) The Resolutions Committee shall consist of the President-elect, who shall serve as chair, the Parliamentarian, and the Directors and co-chairs of the Legislative Study Committees.

2) The committee may formulate resolutions to be presented to the Executive Board and to WSLC for action.

d) Bulletin Committee

1) The Bulletin Committee shall consist of the First Vice President as chair, a Bulletin Editor, and assistants as necessary to be appointed by the President and approved by the Executive Board.

2) It shall be the responsibility of this committee to issue and distribute the Bulletin as directed by the Executive Board.

e) Public Relations Committee

1) The Public Relations Committee shall consist of the chair and two or more members appointed by the President and approved by the Executive Board. One of these shall be an adviser from the Executive Board.

2) This committee shall receive advance committee programs from the Executive Board for the purpose of publication and shall be responsible for public relations for WSLC;

3) Shall be responsible for the WSLC website, publicity, and social media;

4) Shall be responsible for lobbying workshop(s) and shall coordinate lobbying activities for the purpose of

influencing and bringing to fruition beneficial legislation for the State of Utah.

f) Bylaws and Handbook Committee

1) The Bylaws and Handbook Committee shall consist of the Immediate Past President, who shall serve as chair, Recording Secretary, Parliamentarian, Policy Committee chair and two or more accredited members appointed by the President.

2) This committee shall recommend any necessary amendments to the bylaws and ensure that adopted amendments are incorporated into the Handbook.

g) Celebrations Committee

1) The Installation/Biennium Celebration, the Holiday Celebration, and the Tree Planting Celebration shall be part of the Celebrations Committee.

2) Each Celebrations Committee shall consist of a chair and as many members as needed, appointed by the President with the approval of the Executive Board.

3) The President shall appoint one member of the Executive Board to serve as adviser for each committee.

4) These committees shall be responsible for all phases of the various celebrations.

h) Auditing Committee

1) The Auditing Committee shall consist of the Second Vice President as chair and two other members appointed by the President and approved by the Executive Board.

2) This committee shall audit the accounts of the Treasurer each year and shall give an annual report.

i) Policy Committee

1) The Policy Committee shall consist of the chair, a representative from one of the affiliate councils, and two or more members.

2) The President, President-elect, Immediate past President, and Parliamentarian serve as advisers.

3) This committee shall compile and publish all standing rules and shall prepare and distribute job descriptions to all elected and appointed officers and other appointees.

j) Elections Committee

The Elections Committee shall consist of the Second Vice President as chair, the Nominating Committee, and the Membership and Credentials Committee. Responsibilities are outlined under Article IX. Section 4 Elections Committee.

k) State Issues Committee

1) The State Issues Committee shall consist of co-chairs representing the two major political parties and an adviser appointed by the President.

2) The committee shall be responsible for state issues programs during the biennium.

l) National Issues Committee

1) The National Issues Committee shall consist of co-chairs representing the two major political parties and an adviser appointed by the President.

2) The committee shall be responsible for national issues programs during the biennium.

ARTICLE VII

Resolutions

Section 1. Initiation and Adoption of Resolutions

Resolutions shall be initiated and adopted in the following ways:

a) Origin of Resolution

1) A proposed resolution shall come from a Legislative Study Committee Director or co-chair, a member from the floor, or from an affiliate council delegate.

2) They shall make a presentation of the proposed resolution with reasons supporting the resolution and the resolve to the WSLC General Meeting.

3) Action of the proposed resolution requires a two-thirds vote by the members present and voting.

b) Procedure for Preparing Resolution

1) This proposed resolution is then sent to the Resolutions Committee consisting of the Parliamentarian, the appropriate sponsor of the resolution, and the President.

2) This committee shall put the resolution in final form requiring the signature of the President and the appropriate sponsor for distribution to the State Legislature and the Bulletin Committee.

Section 2. Procedure for Preparation and Use

a) All resolutions, before submission to WSLC, shall be reviewed by the Parliamentarian for form and content as prescribed in the current edition of *Robert's Rules of Order Newly Revised*.

b) When a resolution is passed by a two-thirds vote of the members present and voting, it shall be signed by the President and appropriate Legislative Study Committee Director or co-chair and shall be duplicated and appropriately distributed as directed by the Executive Board.

ARTICLE VIII

Meetings

Section 1. Meetings of WSLC

a) The Executive Board, with the approval of WSLC, shall determine the specific day on which General WSLC meetings shall be held each biennium based on Legislative schedules. Unless otherwise ordered, meetings of WSLC shall be held during the fourth week of September and October and the week following Thanksgiving which is the holiday luncheon.

b) Meetings shall be held each week during any regular session of the Utah State Legislature. Specific days and

meeting times shall be included in each biennium handbook and in the General Membership Standing Rules.

c) Special meetings may be held upon call of the President, upon call of the Executive Board, or 20% of WSLC members.

d) The biennial business meeting shall be held on odd-numbered years following the close of the Utah State Legislature.

1) Chairs of the Legislative Study Committees, all officers and appointed chairs shall file with the Recording Secretary a written report of the work accomplished.

2) The Treasurer and Auditor shall read and submit their reports. Other officers shall read their reports upon request.

3) The biennial business meeting shall be devoted to nominees' speeches, election of officers, and reports, at the discretion of the Executive Board, by the chairs of the Legislative Study Committees.

e) The President shall read, submit and file with the Recording Secretary a report of the work accomplished, which report shall include a summary of the reports of other officers and committee chairs.

Section 2. Procedure

a) At the first meeting of the biennium, the Executive Board shall review the policies, procedures, and duties as defined in the bylaws.

b) Meetings of WSLC may be opened with an inspirational or patriotic thought representative of a variety of viewpoints.

c) The Pledge of Allegiance to the Flag of the United States of America shall be given at the beginning of each General Meeting.

d) The regular September and October meetings shall be patriotic meetings.

Section 3. Special Privileges

- a) Any person or group desiring to speak before the organization shall present such request to the President or to the Executive Committee.
- b) The President may extend the courtesy of the floor to distinguished guests.
- c) Any member in good standing may bring an adult visitor to any regular meeting of WSLC with the consent of the President and providing the place of meeting may accommodate guests in addition to the members.

Section 4. Committee Meetings

- a) Standing committees may be authorized to participate by telephone conference upon the approval of the committee chair in order to establish a quorum and provided there is no cost to WSLC.
- b) Special committee meetings may also be authorized to participate as above.

ARTICLE IX

Elections

Section 1. Political Balance

Among elected officers a balance shall be maintained between the two major political parties. Nominees for the same office shall be from the same political party. Elective offices in succeeding biennium shall alternate between the two major parties. The Executive Committee shall have at least two members of each major political party.

Section 2. Election of Officers

All elected officers shall be elected at the biennial business meeting.

Section 3. Nominating Committee

- a) A Nominating Committee of seven accredited members shall be elected by ballot by the Executive Board from at least twelve names submitted from the floor at the October WSLC meeting of the second year of the biennium.
- b) The Immediate Past President shall serve as adviser to the Nominating Committee and as such shall have voice but not vote.
- c) The duty of this committee shall be to submit to WSLC three weeks before the biennial business meeting nominations for each office to be filled by election. Nominations may also be made from the floor.
- d) The names of nominees shall be sent to all members and also conspicuously posted for the benefit of eligible voters.

Section 4. Qualifications of Nominees

- a) Only accredited members shall be eligible for elective office.
- b) The selection of the Second Vice President shall be appointed by the appropriate affiliate council on a rotation basis.

Section 5. Elections Committee

- a) The Elections Committee shall consist of the Second Vice President as chair, the chair and one member of the Nominating Committee and two members of the Membership and Credentials Committee.
- b) The committee shall prepare a printed ballot, obtain ballot boxes and other necessary equipment, conduct the election, and count the ballots.
- c) Polls shall be open for a period of time to accommodate voters on the day of elections. The time of voting shall be specified on the proposed agenda.

Section 6. Qualified Voters

- a) Only accredited members who are present shall have the right to vote.
- b) No person shall cast more than one vote.
- c) Each voter shall present a credential to be eligible to vote.

Section 7. Method of Election

Elections shall be by ballot unless there is but one candidate nominated for each office. A plurality shall elect.

Section 8. Election Results

- a) The chair of the Elections Committee shall notify the President of WSLC of the election results after the polls have been closed and ballots counted.
- b) If there is a tie vote for any office, the candidates for any office involved (or a representative if a candidate is absent) shall meet with the President and the chair of the Elections Committee. They shall supervise the tossing of a coin to break the tie and determine which candidate is the winner.
- c) The President shall announce the results and declare officers elected prior to the adjournment of the biennial business meeting. Nominees will be notified of the newly elected officers within 48 hours.
- d) Newly elected officers will be installed at the biennial installation luncheon.

Section 8. Term of Office

- a) Officers, excluding the Directors, shall be elected for a term of two years.
- b) Five Directors shall be elected for a term of four years; two shall be elected at one biennial election and three shall be elected at the succeeding biennial election. At least one Director shall alternate between the two major political parties from one four-year term to the next.
- c) Directors representing affiliate councils shall serve for a term of two years.

- d) A person shall hold no more than one elective office at a time and is not eligible to succeed oneself.
- e) The term of office for all elective officers shall begin at the Installation Celebration. They shall serve until their successors have been elected unless their terms are otherwise terminated.

Section 9. Vacancies

- a) The office of President, if vacant, shall be filled by the First Vice President.
- b) Any other vacancy in an elected office shall be filled from the accredited members by appointment by the President with the approval of the Executive Board for the unexpired term. Such appointment shall be ratified by the voting body of WSLC at the next regular meeting.
- c) If such a vacancy occurs in the interval between the election and the first WSLC meeting of the new biennium, the President may also appoint to the vacated office a member from the immediate past biennium who would have been eligible for nomination for this elective office.

ARTICLE X

Quorum

A quorum of any General Membership WSLC meeting or biennial business meeting shall be one-fourth of the total membership provided that it includes one-third of members of the Executive Board.

ARTICLE XI

Parliamentary Authority

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

ARTICLE XII

Amendment of Bylaws

These bylaws may be amended at any General Membership meeting or the biennial business meeting by a two-thirds vote of the members present, provided notice of the proposed amendment has been given at the previous General Membership meeting.

Amended and restated March 2001; effective March 2001

Amended March 2014

Amended October 28, 2015