

The League of Women Voters of Shelter Island Annual Meeting Minutes
June 21, 2008 10:00 a.m. 12:00 p.m.
Gardiner's Bay Country Club

The annual meeting of the League of Women Voters of Shelter Island [LWVSI] was held on Saturday, June 21st at a festive buffet brunch from 10:00 am to noon on the terrace at the Gardiner's Bay Country Club on Shelter Island. The Island's Deputy Supervisor and Town Councilwoman, N. Christine Lewis addressed 61 members and guests in attendance on her experience in politics in remarks entitled, "Moving Onward." A photographer from the *Shelter Island Reporter* covered the event, portions of which – including remarks by Ms. Lewis – were taped for airing on local public access television, Channel 22.

Copies of the LWVSI's updated, newly revised and expanded *Know Your Town* [KYT] booklet were available for purchase and the League's *2008 Directory of Members and Contributors* was placed at each table setting. Each table held a copy of materials on the voting agenda, which had been sent to members on May 21st – the LWVSI's Treasurer's Report, Recommended Budget for Fiscal Year 2009 (July 1, 2008 - June 30, 2009), Bylaws Amendments and a proposed Slate of Officers – as well as index cards on which members and guests were asked to submit topics and programs for the upcoming year. Each of the ten tables was graced by flower arrangements courtesy of Georgiana Ketcham. Membership sign-up forms, the LWV Suffolk County Directory of Public officials and Voter information and guides were also available.

LWVSI members in attendance included Mimi Brennan, Barbara Clark, Naeme Clark, Dell Dalton, Jean Dickerson, Mary Dwyer, Natalie Fox, Bill Friedman, Phyllis Gates, Nancy Graham, Mary-Faith Healey, Linda Holmes, Judy Inglis, Cathy Kenny, Georgiana Ketcham, Giovanna Ketcham, Hilary King, Susie Lange, Jerry Lareau, Sam Lebowitz, Tullia Limarzi, Yvonne Loinig, Lois Morris, Barbara Olton, Liz Pinto, and Patricia Shillingburg.

Introductory remarks by LWVSI Acting President, Cathy Kenny welcomed members and guests, including Town Officials – Supervisor, Jim Dougherty and Justices, Helen Rosenblum and Patricia Quigley. A bi-partisan welcome recognized the Town's Republican Party Chairman Jerry Lareau and Democratic Party Chairwoman, Heather Reylek who attended with her husband, Bob.

Ms. Kenny's brief remarks included a review of the LWVSI's building efforts, managing that growth and progress in meeting its goals. Cited were: growth in membership from 64 to 86; publication of *Know Your Town* and a new Membership Directory; the redesign of the LWVSI's quarterly newsletter, *The Shelter Island Voter*, two candidate forums for each of two critical Town votes – the Town Council October election and the recent School Board and Budget votes, as well as concurrent efforts to enhance education and information through articles in the *Shelter Island Reporter*, public access television and the expansion of the LWVSI's website. Special acknowledgment in gratitude for their work on these projects was given to Phyllis Gates, Sam Lebowitz, Tullia Limarzi, Kathryn Cunningham, Janalyn Travis-Messer, Sandy Krolik, Jody Thompson and Ellen Gove. "We think there are real opportunities for the League as the Island itself looks to manage its own growth in a way that preserves what we've come to regard as 'the Shelter Island way of life,'" she concluded, adding an appeal for participation, thoughts and ideas.

“We’re ready and eager to continue, to build on this solid base and address specific issues of interest and importance to the community.” Brunch was served.

The business meeting was called to order at 10:45 by Ms. Kenny with a request from the LWVSI Board of Directors that members approve recommended budget and programs for the coming year, an increase in annual dues, both which require a majority vote, and filing of the treasurer’s report.

- *Treasurer’s Report.* Ms. Kenny, also Acting Treasurer, summarized balance of \$4,858.89 cash on hand, before printing costs [*KYT* and the *directory*, estimated at \$3,421.45] with actual cash on hand approximately \$1,437.44. Educational Foundation Fund balance was reported at \$532.00. There being no questions, the Treasurer’s Report was accepted and placed on file.
- *2009 Budget.* A summary of the proposed budget, which had been sent to members in advance and was available at each table was given – assumed total gross income of \$10,500, expenses of \$5,562 and estimated net income of \$4,938 – and Ms. Kenny called for discussion.
- *Programs.* For the coming year, LWVSI’s Board recommended programs on topics that include Domestic Violence Awareness, Island Water Resource Issues, Candidate Forums, Observer Corps, A State of the Town Luncheon as well as continuing Voter Registration and Education efforts. She called for questions and further suggestions which she said would be put on the agenda of a fall meeting of Directors. Barbara Olton asked about the domestic violence program, which was answered.
- *Dues Increases.* Raising the LWVSI annual dues for individual members from \$50 to \$60 and for household members from \$70 to \$90 was proposed by the LWVSI Board. The first increase since the LWVSI was formed in 1999, Ms. Kenny explained, was recommended to support the League’s efforts locally on Shelter Island because all but \$2.50 of current individual membership fees must be paid to national, state and county organizations.

Ms Kenny called for a vote of aye or nay from members who unanimously approved in the proposed budget, programs and dues increase and asked that the Secretary note they had been adopted. She then called for a report from the Nominating Committee.

Election of Officers. Natalie Fox, in Nominating Committee Chairwoman, Marilyn Pysker’s absence, opened the floor to nominations, noting that consent of the nominees needed to be obtained. There being no further nominations, she presented the committee’s slate of candidates for LWVSI’s Board of Directors:

- Cathy Kenny for President and Treasurer [Ms. Kenny had been appointed and served as Acting President and Treasurer on Vice President, Stephanie Zinger’s resignation from her office after the death of LWVSI President and Acting Treasurer, Betsy Jacobson in 2007]
- Kathryn A. Cunningham for Vice President for Programs

- Stephanie Lebowitz for Secretary [Succeeding Janalyn Travis-Messer whose term has expired]
- Lois Morris for Vice President for Voter Services [Succeeding Mary-Faith Healey, whose term has expired]
- Georgiana Ketcham for Director of Membership [A member of the Membership Committee and succeeding Phyllis Gates, whose term has expired]
- Mary Dwyer for Director of Development [a newly-created position]
- Natalie Fox for Director of the Nominating Committee [succeeding Marilyn Pysher]
- Mimi Brennan for Second Member of the Nominating Committee

As a point of information, Ms. Fox noted that Tullia Limarzi will continue to serve as Chairwoman of the Natural Resources Committee and Phyllis Gates will complete the second year of her two-year term as Executive Vice President to which she had been appointed. Noting that the Director of Communications remains an open position, she called for further nominations from the floor. There being none, she declared the nominations closed and entertained a motion that the nominating ballot become the elective ballot. Cathy Kenny so moved and Linda Holmes seconded her motion. A show of hands vote was taken with members voting unanimously to elect the proposed slate.

Ms. Kenny thanked Ms. Fox for her report and congratulated the newly-elected officers and directors. She noted that each would be forming committees and urged members to participate in areas of their particular interests. Further, she announced a LWVSI orientation meeting on Saturday, July 19th and urged attendance, noting that those interested would be notified of specifics of time and place.

Bylaws Report. Mary-Faith Healey presented the LWVSI's Bylaw Committee's report, noting that the copies found at each table were the same as those sent to members on May 21st. She reviewed changes identified by underline (newly added) and brackets (deletions), and highlighted several:

- Two newly-created positions, Director of Development for LWVSI's fundraising and moving Voter Services from a committee to a permanent Board position;
- An amendment to provide procedures for calling of special meetings of LWVSI Directors and for participation via conference telephone;
- Deletion of a provision for indemnification of officers for liabilities, *et al* since the

LWVSI has never carried and was unlikely to be able to afford such insurance.

Ms. Healey asked for discussion, and there being none, called for a motion to adopt the bylaw amendments as proposed. Cathy Kenny so moved; Lois Morris seconded her motion. She called for a vote noting that a 2/3 vote of members present was necessary for adoption. The motion was unanimously approved by a show of hands of members in attendance. Ms. Healey declared the bylaw amendments so adopted, June 21, 2008.

Ms. Kenny thanked Ms. Healey for her time and effort, adding thanks also to both Janalyn Travis-Messer and Ann Brunswick, who couldn't be here today, for the long hours they devoted to editing and discussing these proposals, closing the business portion of the meeting.

Guest Speaker, Shelter Island Deputy Supervisor and Town Councilwoman, N. Christine Lewis was introduced by Ms. Kenny. Noting that the invitation to hear her perspective on politics was inspired by a League of Women Voters U.S. three-part forum series in Washington – “Changing Faces of Power: Women in Politics” – that chronicled their hard-fought journey, Ms. Kenny quipped that Mrs. Lewis had probably “just been too busy moving ahead to be worried about road blocks.”

Mrs. Lewis – whose remarks were taped for airing on local public access television, Channel 22 – was warmly received.

Ms. Kenny thanked Mrs. Lewis and introduced Georgiana Ketcham, who presented a copy of *Who's Who of American Women* to Mrs. Lewis, noting that the new edition should definitely carry a new entry in the “L” section.

The 9th annual meeting the League of Women Voters of Shelter Island was adjourned at 11:45am.

Submitted by Phyllis Gates

Attachment:

Bylaw Amendments as adopted

THE LEAGUE OF WOMEN VOTERS OF SHELTER ISLAND

BYLAWS

ARTICLE I - NAME

Section 1. Name. The name of this organization shall be the League of Women Voters of Shelter Island (hereinafter LWVSI). The LWVSI is an integral part of the League of Women Voters of the United States, (hereinafter LWVUS), the League of Women Voters of New York State (hereinafter LWVNYS) and the League of Women Voters of Suffolk County Inter-League Organization (hereinafter LWVSC ILO).

ARTICLE II - PURPOSES AND POLICY

Section 1. Purposes. The purposes of the LWVSI shall be to promote political responsibility through informed and active participation in government and to influence public policy through advocacy and education. The LWVSI may take a position on town governmental measures and policies after a LWVSI study and approval by a two-thirds vote of the membership and provided that said position is not inconsistent with or contrary to any LWVUS position.

Section 2. Nonpartisan Policy. The LWVSI shall not support or oppose any political party or candidate.

ARTICLE III - MEMBERSHIP

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

Section 2. Membership. The membership of LWVSI shall be composed of voting members, life members and associate members.

- a. Voting members shall be citizens at least 18 years of age enrolled in LWVSI who have paid their annual dues in full by January 31.
- b. Life members are those who have been members of the LWVUS for 50 years or more and are excused from the payment of dues.
- c. Household member is one of two members residing at the same address.
- d. Associate Members less than 18 years of age are non-voting members.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. Selection of term. The Board of Directors (hereinafter the Board) shall consist of up to eight officers, three elected directors and not more than ten directors appointed by the elected members of the Board after the Annual Meeting. Two of the elected directors, one for Membership and one for Development, shall be elected by the general membership and shall serve for a term of two years. The third director, for the Nominating Committee, shall be elected by the general membership and shall serve for a term of one year. Appointed directors shall serve until the first board meeting following the Annual Meeting, at which time they will be eligible for reappointment.

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director of this organization unless the person is a voting member of LWVSI. Associate members may serve on the Board as non-voting members.

Section 3. Vacancies. Any vacancy occurring in the Board by reason of resignation, death or disqualification of an officer or elected member may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the Board. In the event that a Board Member is absent from three consecutive Board meetings, without an excuse deemed satisfactory by the majority of the Board, that position may be declared vacant by a majority vote of the remaining Board members.

Section 4. Powers and Duties. The Board of Directors shall have full charge of the property and business of the organization, with full power and authority to manage and conduct same, subject to the instructions from the National Convention, the State Convention and the Annual Meeting of LWVSI. The Board shall create and designate such special committees as it may deem necessary.

Section 5. Meetings. There shall be at least nine meetings of the Board annually. The President may call special meetings of the Board to act on specific matters provided the Board is given notice of the matter to be discussed or acted upon. The President or the Secretary at the President's direction shall call a special meeting upon the written request of the majority of the Board. The President or the Secretary at the direction of the President, shall provide the Board with written notice of all meetings at least 48 hours in advance of the date set for the meeting unless this notice period is waived by the majority of the Board. Any one or more Board members may participate in a meeting by means of conference telephone or other similar equipment allowing persons participating in the meeting to hear one another at the same time.

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

ARTICLE V- OFFICERS

Section 1. Enumeration and Election of Officers. The officers of the LWVSI shall be a President, an Executive Vice President, a Vice President for Program, a Vice President for Voter Services, a Secretary and a Treasurer. The President, Vice President for Program, Vice President for Voter Services and the Treasurer shall be elected by the general membership at the Annual

Meeting in even numbered years for a term of two years. The Executive Vice President and the Secretary shall be elected in odd numbered years for a term of two years by the general membership at the Annual Meeting. All duly elected officers shall take office immediately after the election.

Section 2. The President. This office may be filled by one person or two acting as co-presidents. The President(s) shall preside at all meetings of the organization and of the Board unless the President shall designate another person to preside. The President may, in the absence, resignation, disability or death, of the Treasurer, sign or endorse checks, drafts and notes until such time as the Board shall select a voting member to fill the vacancy. The President shall be, ex officio, a member of all committees except the Nominating Committee and shall have such usual powers of supervision and management as may pertain to the office of the President, and perform other duties as may be assigned by the Board.

Section 3. The Vice-Presidents. The Executive Vice President, shall in the event of the absence, resignation, disability or death of the President, possess all the powers and perform all of the duties of that office until such time as the Board shall select a voting member to fill the vacancy. The Executive Vice President shall perform such duties as the President and the Board shall assign. The Vice President for Program shall oversee all activities associated with specific program areas at the local, state and national levels; and the Vice President for Voter Services shall direct all activities associated with voter services.

Section 4. The Secretary. The Secretary shall perform the duties of a recording and a corresponding secretary; shall keep minutes of all meetings of the LWVSI and all meetings of the Board; shall notify Officers and Directors of their election, may sign, with the President, all contracts and other instruments when so authorized by the Board, and shall perform such other functions as may be related to the office.

Section 5. The Treasurer. The Treasurer shall collect and receive all monies due; shall be the custodian of these monies; shall deposit them in a bank designated by the Board and shall disburse the same only upon direction of the Board at its regular meetings; and give an annual report at the Annual Meeting. The Board shall direct that a financial review be made of the books and financial records prepared by the Treasurer at least once annually.

ARTICLE VI - FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The fiscal year of LWVSI shall be July 1 to June 30.

Section 2. Dues. Annual dues shall be payable July 1, in an amount to be proposed by the Board and approved by the membership at the Annual Meeting. Any member who fails to pay dues by January 31 shall be dropped from the membership rolls. Membership dues for new members only paid on or after February 1 shall apply through June 30 of the following year. When two or more members reside at the same address in a common household, a payment equal to 1 ½ times the annual dues shall be paid.

Section 3. Budget. A yearly budget shall be submitted by the Board to the membership at the Annual Meeting for adoption and shall include support for the work of the LWVSI as a whole. The proposed budget shall be sent to all voting members one month before the date set for the Annual Meeting. Notice to the membership may be provided by electronic means or any other type of communication that the Board deems appropriate in providing effective notice.

Section 4. Budget Committee. A budget committee of at least three members shall be appointed by the Board three months prior to the Annual Meeting to prepare a budget for the next fiscal year. The Treasurer shall be ineligible to serve as Chair of the Budget Committee.

Section 5. Distribution of Funds on Dissolution. In the event of the dissolution of the LWVSI, all moneys and securities which may at the time be owned by or under the control of the LWVSI shall be paid to the LWVUS (or LWVNY) after the Board has paid or made provision for the payment of all the liabilities of the LWVSI. All other property of whatsoever nature, whether real, personal, or mixed which may at the time be owned or under the control of the LWVSI shall be disposed of to such a person, organization, or corporation for such public, charitable or educational use and purposes as the LWVNY in its discretion may designate.

ARTICLE VII - MEETINGS

Section 1. General Meetings. There shall be at least one general meeting each year; time and place shall be determined by the Board.

Section 2. Annual Meeting. An Annual Meeting shall be held in June on a date to be determined by the Board with notice to the membership. The Annual Meeting shall:

- a. Adopt a local program for the year.
- b. Elect officers, the director of the Nominating Committee, a second member of the nominating committee, the Director for Membership and the Director for Development and any other director the current Nominating Committee puts forward for nomination.
- c. Adopt an adequate budget.
- d. Transact such other business as may properly come before it.

Section 3. Quorum. Fifteen percent of the voting members shall constitute a quorum at all general membership meetings of LWVSI. A majority vote of those present shall be required for all actions, except in the case where Bylaw amendments are considered as provided in Article XII and where programs not recommended by the Board are considered as provided in Article IX when a two-thirds vote shall be required.

ARTICLE VIII - NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee. The Nominating Committee shall consist of three members, one of whom shall be a member of the Board. The Director of the Nominating Committee and one other member, who shall not be a member of the Board, shall be elected at the Annual Meeting. Nominations for these offices shall be made by the current nominating committee. The third

member who shall be a Board member shall be appointed by the Board at the first Board meeting following the Annual Meeting. Any voting member may submit the name of a nominee for any office to the Committee. The Board shall fill any vacancy on the nominating committee that occurs before the next annual meeting.

Section 2. Report of Nominating Committee and Nominations from the Floor. The report of the nominating committee shall be sent to all members one month before the date set for the Annual Meeting. Immediately following the Committee's report, nominations may be made from the floor by any voting member with the consent of the nominee.

Section 3. Elections. The election shall be by ballot, provided that, when there is but one nominee for each office, the Secretary shall cast the ballot for each nominee. A majority vote of those present and qualified to vote shall constitute an election. Absentee or proxy voting shall not be permitted.

ARTICLE IX - PROGRAM

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

Section 2. Program. The Program of the LWVSI shall consist of issues chosen by the membership for study and action.

- a. The Board shall consider the recommendations made by voting members two months prior to the Annual Meeting and shall formulate a proposed Program.
- b. The proposed Program shall be sent to all voting members one month before the Annual Meeting.

Section 3. Action at the Annual Meeting. The Annual Meeting shall act upon the Program using the following procedures:

- a. A majority vote of those present and voting at the Annual Meeting shall be required for the adoption of the proposed program submitted by the Board.
- b. Recommendations for Program submitted by voting members two months prior to the Annual Meeting, but not recommended by the Board may be considered at the Annual Meeting provided that:
 - 1) The Annual Meeting shall order consideration by two-thirds vote of those present and;
 - 2) The membership adopts the program by a two-thirds vote of those present.
- c. The Board, with the advice of the Vice President for Programs, may change the Program, in the case of altered conditions, with notice to the membership.

Section 4. Member Action. Members may act in the name of LWVSI only when authorized to do

so by the Board.

Section 5. LWVSI Positions. LWVSI may take a position only in conformity and not contrary to, the position taken by the League on all levels.

ARTICLE X – NATIONAL CONVENTION, STATE CONVENTION AND COUNCIL

Section 1. National Convention. If a majority of the Board votes to send a delegate(s) to the National Convention, it shall at a meeting before the date on which the names of delegates must be sent to the national office, select a delegate(s) to that Convention in the number allotted LWVSI under the provisions of the Bylaws of the LWVUS. Any voting member may nominate another voting member to serve as a delegate. The Board, however, shall make the final determination in the selection of a delegate(s).

Section 2. State Convention. If a majority of the Board votes to send a delegate(s) to the State Convention, it shall at a meeting before the date on which the names of delegates must be sent to the LWVNYS, select a delegate(s) to that Convention in the number allotted LWVSI under the provisions of the Bylaws of the LWVNYS. Any voting member may nominate another voting member to serve as a delegate. The Board, however, shall make the final determination in the selection of delegate(s).

Section 3. State Council. If a majority of the Board votes to send a delegate(s) to a State Council, it shall at a meeting before the date on which the names of delegates must be sent to the state office, select delegate(s) to the Council in the number allotted LWVSI under the provisions of the Bylaws of the LWVNYS. Any voting member may nominate another voting member to serve as a delegate. The Board, however, shall make the final determination in the selection of delegate(s).

ARTICLE XI - PARLIMENTARY AUTHORITY

Section 1. Parliamentary Authority. The rules contained in *Robert's Rules of Order*, as revised, shall govern the proceedings of LWVSI in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE XII - AMENDMENTS

Section 1. Amendments. These Bylaws may be amended by a two-thirds vote of the voting members present at the Annual Meeting provided the amendments were submitted to the membership in writing at least one month prior to the Annual Meeting.

Original Adoption 6/99

Amendments Submitted to Membership 5/21/08

Adopted 6/21/2008