

**ARTICLE XI. COUNCIL AND MEMBERSHIP MEETING IN ODD YEARS**  
**(from the Bylaws of the LWV of the Bay Area)**

Section 1. Composition A meeting of members in odd-numbered years shall be held through representation in accordance with the procedures and for the purpose set forth in this Article XI. This meeting shall be known as a council. The council shall be composed of the directors of the LWVBA and two delegates (within the meaning of California Nonprofit Public Benefit Corporation Law Section 5152) from each local League as follows: the local League president and the Bay Area chair, or alternates to be selected by the local League.

Section 2. Place, Date, Call and Notice A meeting of the council shall be held approximately twelve (12) months after the preceding biennial convention. The directors shall determine the time and place of the meeting. The president shall send a formal notice of the council meeting to the directors, local League presidents, and the Bay Area chairs at least two (2) months before a council meeting. Such notification shall be by first class mail, or by any other method provided by these bylaws or determined by the board in accordance with the applicable law.

Section 3. Powers The council shall give guidance to the board on program, methods of operation and budget as submitted by the board. The council is authorized to change the program provided: (1) notice of proposed changes shall have been sent to the local League presidents and the Bay Area chairs at least one month in advance of the council; and (2) the change is adopted by a two-thirds vote of those present and voting. The council shall adopt a budget for the fiscal year and shall transact such other business as shall be presented by the board.

Section 4. Quorum A quorum shall consist of a majority of the council members, provided that not less than a majority of local Leagues is represented.