

BYLAWS

ARTICLE I.

The Association shall elect, tenure, prescribe duties for, and replace its officers as provided for in the sub-sections of this article.

Section 1. Officers

The officers of this Association shall be a President, a Past-President, a President-Elect, a First Vice-President, a Second Vice-President, a Secretary, and a Treasurer. All officers shall take office on the first day of January, following their election and shall hold office for one (1) year except the Treasurer who shall serve for three (3) years. Officers and committee members shall give their service gratis. Expenses necessary for the discharge of their duties shall have prior authorization by the President and be paid out of the Association treasury upon submittal of statements to the Director or designee. The Association Treasurer, shall review the monthly financial statements.

Section 2. Elections

The Nominating Committee Chairperson shall present a slate of nominees at the regular meeting of the Association at least one month prior to the annual meeting. After presentation of the slate of nominees by the Nominating Committee Chairperson, the Association President shall call for additional nominations from the floor for each office. The ballot listing all nominees, as well as providing designated space for write-in nominees, shall be mailed electronically to the Association members at least thirty (30) days in advance of the annual meeting. Ballots must be returned to the Director no later than one week prior to the annual meeting, to be tabulated and announced at the annual meeting.

Section 3. Duties

The President shall preside at all meetings of the Association. The President shall name special committees as necessity dictates. The President shall appoint members to be topic leads and members or county designees to be topic owners. The President shall present the Association's budget for approval at the annual meeting. The President or their designee shall act as the liaison with affiliate groups specified in Article IX of the Bylaws.

The Past-President shall serve as a member of the Executive Committee and advise the Executive Committee in the furtherance of the Association's purposes.

The President-Elect shall serve as a member of the Executive Committee and serve as chairperson of the nominating committee. The President-Elect shall be responsible for proposing Constitution and Bylaw revisions if necessary.

The First Vice-President shall serve as a member of the Executive Committee and fulfill the duties of the President in the event of the President's temporary absence or disability,

The First Vice-President shall be responsible for Association activities relating to membership and shall present the recognition awards at the annual meeting, and assist the president as requested.

The Second Vice-President shall serve as a member of the Executive Committee and shall be responsible for conference planning.

The Secretary shall serve as a member of the Executive Committee and will be responsible for taking Executive Committee Meeting minutes. The secretary shall be responsible for Association correspondence in accordance with instruction from the President and or the Executive Committee.

The Treasurer shall serve as a member of the Executive Committee and together with the Director, be responsible for the oversight of the receipt, deposit, disbursement, and withdrawal of all funds of the Association as approved by the Executive Committee. The Treasurer shall present the Financial Activity and Summary Reports for approval during the Executive Committee Meeting, General Meeting and Annual Meeting.

Section 4. Vacancies

A vacancy in the office of President shall be filled by the First Vice-President. A vacancy in the office of Past-President shall go unfilled. A vacancy in the office of President-Elect shall be filled as follows: a) the Association Director shall receive a nomination from the Nominations Committee within ten (10) days after the vacancy; b) the nomination shall be placed on an election ballot, which will also provide designated space for write-in nominations, and be electronically mailed to the membership by the Director within five (5) days thereof; c) the membership shall vote on and electronically-mail the ballot to the Director within five (5) days of their receiving it; d) the Director will tabulate the results and notify the membership of the election outcome within five (5) days of receiving the ballots. A vacancy in the office of First Vice-President, Second Vice-President, Secretary, and Treasurer shall be filled for the remainder of the term by the Executive Committee.

ARTICLE II.

Executive Committee

The Executive Committee shall be composed of the President, Past-President, President-Elect, First Vice-President, Second Vice-President, Secretary, and Treasurer; four seats to be designated annually by the Executive Committee and appointed by the President, and three additional members from the most populous counties. Each of these three additional seats is to be filled by a representative of one of the three counties with the largest population size in the State of Minnesota as of May 1 of the year prior to the Committee's service.

If any of the Executive Committee officers (defined as President, Past-President, President-Elect, First Vice-President, Second Vice-President, Secretary, and Treasurer; and the Chairpersons of the Legislative and Policy Committees) represents one of the three most populous counties, a seat on the Executive Committee shall pass to the next

most populous county, that would not already have representation on the Committee. If that county would already have an Executive Committee representative, then the seat shall pass to the next most populous county that would not already have representation on the Committee until all three seats are filled.

All population estimates for determining the allocation of seats shall be based on: 1.) official U.S. Census Reports of county population for the Census year and the two years following the Census; 2.) in other years, the most recent official estimate by the Minnesota State Demographer's Office. The number of seats allocated to any county shall be re-assessed annually. In the event that two counties have identical population reports, both counties shall have representation.

The Executive Committee shall meet as needed to conduct the business of the Association and to plan for regular meetings of the Association's membership as set forth in Article IV of the Constitution. Such plans shall include setting meeting times and places as well as developing the agenda for the next meeting of the general membership.

The Executive Committee shall have the power to act on behalf of the Association, if a delay in action would result in adverse effect. Such actions shall require a two-thirds majority of the Executive Committee, and a report shall be made to the membership at the next regular meeting.

ARTICLE III.

Quorum

A quorum of the annual meeting shall be thirty percent (30%) of the paid membership. A quorum of the Executive Committee shall be five members of the committee. A quorum of the general membership meetings shall be those members in attendance.

ARTICLE IV.

Order of Business

The order of business at the annual meeting and so far as possible at all other meetings of the Association shall be:

- (a) Reading of the minutes of the previous meeting
- (b) Financial Report
- (c) Officer and Executive Committee Reports
- (d) Priority Topic Reports
- (e) Election of officers (annual meeting)
- (f) Unfinished business
- (g) New business
- (h) Adjournment

ARTICLE V.

Finance

Dues are payable on January 1 of each year and shall be established at the annual meeting, based upon the adopted budget for the following year. Payment shall entitle the

members to attend meetings, participate in special programs, and receive Association publications both printed and electronic, and the right to vote and hold office. Individuals who have not paid their dues by June 28 of each year will be dropped from the active membership and not entitled to any of the above responsibilities or benefits of the Association.

The Director shall prepare the annual budget for approval by the Executive Committee. The budget shall be presented and voted upon by the general membership at the annual meeting. The budget may be amended by a simple majority vote at a general membership meeting and the final adoption of the budget shall be by simple majority vote at the annual meeting.

The Treasurer shall present a monthly and annual written financial report to be submitted to the membership at the general meetings and annual meeting respectively.

The Director shall provide a copy of the AMC Annual Audit to the Executive Committee for review.

ARTICLE VI.

Forums and Committees

There shall be the following forums and committees:

(a) Forums:

- (1) Priority Topics Forum
- (2) Operational Issues Forum
- (3) Leadership and Innovation Forum
- (4) Partners and Affiliates Integration Forum
- (5) Topic Owner Alignment Forum

Attendance at the Priority Topics Forum, Operational Issues Forum, Leadership and Innovation Forum and Partners and Affiliates Integration Forum is open to all MACSSA members (or designees). Attendance of non-members is by invitation. Attendance at the Topic Owner Alignment Forum is open to designated topic leads and topic owners.

(b) Special committees:

- (1) Nominating
- (2) Others As Needed

Forums and Committee duties and designation of committees shall be as follows:

A. PRIORITY TOPICS FORUM – The Priority Topics Forum shall develop proactive recommendations to the Association to respond to topics that are large in scope, have broad and policy level impacts and/or are cross organizational and systemic. The Priority Topics Forum shall proactively identify, review, and analyze local, state, and federal

policy issues, which affect publicly funded human services, and as needed develop policy and legislative strategies that are consistent with the values, principles, and objectives of the Association.

B. OPERATIONAL ISSUES FORUM – The Operational Issues Forum shall discuss operational concerns, smaller in scope than priority topics, impacting one to two topic areas at a time. As needed, the operational issues forum shall recommend policy and legislative strategies that are consistent with the values, principles and objectives of the Association.

C. LEADERSHIP AND INNOVATION FORUM—The Leadership and Innovation Forum shall ensure the Association takes a proactive lead on topics that are large in scope, have broad and policy level impacts and/or are cross organizational and systemic. The Leadership and Innovation Forum shall conduct forward looking and long term planning. The Leadership and Innovation Forum shall develop policy and legislative strategies that are consistent with the values, principles and objectives of the Association.

D. PARTNERS AND AFFILIATES INTEGRATION FORUM—The Partners and Affiliates Integration Forum shall provide two-way information sharing with partners and affiliates. The Partners and Affiliates Integration Forum shall discuss alignment on topics and develop joint strategies on issues of mutual interest.

E. TOPIC OWNER ALIGNMENT FORUM—The Topic Owner Alignment Forum shall provide an opportunity for topic leads and topic owners to meet, provide updates, and identify areas of alignment. The Topic Owner Alignment Forum shall make recommendations to the Executive Committee regarding priority agenda items for Association forums.

(F) NOMINATING – The Nominating Committee shall be made up of the President-Elect, who will chair the committee, the President and Past President of the Association. In the event of a vacancy in the office of President-Elect, the President shall appoint a committee member to chair the committee until the elections are completed.

(G) OTHER - As needed, special committees may be appointed by the President for a particular function. The chair(s) of special committees shall be appointed by the President.

ARTICLE VII.

Reports

Reports shall be submitted to the membership at the annual meeting from Association officers, as requested by the President. Oral reports from Association officers may be requested from time to time.

ARTICLE VIII.

Amendments

These bylaws may be amended in the manner prescribed in Article V of the Constitution except that only a majority vote of the required quorum present shall be necessary.

ARTICLE IX.

Affiliations

The Association may seek to affiliate with any agency, corporation, or group to seek the purpose described in Article II of the Constitution.

ARTICLE X.

Parliamentary Authority

The matters outside the scope of the preceding bylaws shall be governed by Roberts Rules of Order-Newly Revised.

ARTICLE XI.

Organization Year

As is necessary, the organization year for the Association, its officers, committees, and members, shall be from January 1 through December 31.