

# MINNESOTA CITIZENS FOR CLEAN ELECTIONS

## BY-LAWS

### *Article I – Name, Purpose and Policy*

Section 1 – Name - The name of this non-profit corporation shall be Minnesota Citizens for Clean Elections (MnCCE), incorporated under the laws of the State of Minnesota.

Section 2 – Purpose - The purpose of this corporation is to promote electoral and government policies that reflect the will of the people and not the power of money, through research, education and advocacy.

Section 3 – Political Policy – MnCCE shall not support or oppose any political candidate or political party. MnCCE will not engage in substantial legislative activity. This restriction is not meant to abridge MnCCE members' or officials' rights to exercise their individual Constitutional rights to freedom of assembly and speech. Members and officials may express their personal support or opposition for/against policies, pending legislation, candidates and parties, provided that they claim to speak for themselves and not on MnCCE's behalf.

### *Article II – Membership*

Section 1 – Eligibility – Any person who subscribes to the Mission and Values of MnCCE may become a member upon payment of membership dues and shall be a voting member.

### *Article III – Board of Directors*

Section 1 – Board role, size, and compensation. The board is responsible for overall policy and direction of MnCCE and delegates responsibility for day to day operations to staff and committees. The board shall have at least four but not more than 12 members. The board shall include the officers of MnCCE. The board shall receive no compensation other than reasonable expenses.

Section 2 – Terms and Elections – All board members shall serve 2-year terms and are eligible for re-election for up to five consecutive terms. The 2-year terms will be staggered so half the board is elected each year for two years. The 2021 election will elect half the board for a 1-year term and the other half for a 2-year term, so half the board members' terms will end each year after 2021. The board shall elect replacements for those with expiring terms and shall appoint board members caused by vacancies. A board member may be removed by a three-fourths vote of the board for any reason.

Section 3 – Meetings – The board shall meet at least quarterly with at least one week notice to the board of the meeting. Meetings may be in person, by telephone conference, or by other electronic means.

Section 4 – Majority and Quorum – The board shall act by a majority of members present, provided a quorum is present. At least forty percent of the board with a minimum of three members must be present to constitute a quorum

Section 5 – Special meetings – Special meetings can be called by the chair or one-third of the board with at least one-week notice.

Section 6 – Officers – There shall be four officers of the board, consisting of a chair, vice-chair, secretary and treasurer. Officers shall serve two year terms and shall be elected by a majority vote of the board of directors.

#### *Article IV – Committees*

Section 1 – Committee formation and duties – The board may create committees as needed such as Membership, Communications, Development, etc. The Treasurer shall be chair of a Finance Committee which will be responsible for an annual budget and an annual report showing income, expenditures and pending income which shall be approved by the board. The MnCCE Chair shall appoint all other committee chairs.

#### *Article V – Staff*

Section 1 – Executive Director – The board may hire an executive director to handle the day-to-day responsibilities of MnCCE who will attend all board meetings, report on the progress of the organization, and answer questions of board members.

#### *Article VI – Amendments, Fiscal Year, Rules.*

Section 1- Amendments – These by-laws may be amended at a meeting of the board of directors by a two-thirds majority vote.

Section 2 – Fiscal Year - MnCCE’s fiscal year shall be the calendar year.

Section 3 – Rules - Robert’s Rules of Order shall govern the meetings of MnCCE.

#### *Certification*

These by-laws were unanimously revised by the board of directors on Mar. 12, 2020.

Ronald Bardal

Mar., 12, 2020

---

Secretary

Date