

BYLAWS
OF
MINNESOTA EVALUATION ASSOCIATION

ARTICLE I

NAME OF ORGANIZATION

The Name of this organization is The Minnesota Evaluation Association. Hereinafter it shall be known as MNEA.

ARTICLE II

PURPOSE

The Minnesota Evaluation Association (MNEA) is a 501(c)6, member-serving organization. The mission of MNEA is to promote and improve the theory, practice, understanding, and use of evaluation and its contribution to the community. To live this mission, the MNEA Board recognizes that it is essential to have a diverse, equitable representation of voices in the MNEA membership and on the Board. The purpose of this organization is to:

1. Promote evaluation as an integral component of human services, education, health, criminal justice, and other fields.
2. Promote the understanding, use, and benefit of evaluation results in organizational planning and program improvement.
3. Provide a regional, interdisciplinary forum for professional development, networking, and exchange of ideas related to evaluation and local evaluation issues.
4. Promote dialogue among evaluation stakeholders (evaluators, funders, consumers) about the benefits of evaluation research.
5. Promote diversity and equity as essential for excellence in evaluation principles and practice.

ARTICLE III

MEMBERSHIP

Section 1. Eligibility for membership. The membership of MNEA shall consist of individuals who make an annual financial contribution to MNEA and support the purpose statement in Article II. Membership shall be voluntary.

Section 2. Rights of members. All members in good standing (dues paid) are eligible to vote in association elections and hold office.

Section 3. Inclusion and equity in membership. MNEA recognizes that it is essential to have a diverse, equitable representation of voices in the MNEA membership.

ARTICLE IV

MEETING OF MEMBERS

Section 1. Annual Meetings. An annual meeting of the members shall take place in the fourth quarter of the fiscal year. The Board of Directors or its Executive Committee shall set the specific date, time, and location for the annual meeting.

Section 2. Special Meetings. Special meetings of the membership may be called by the President, by the President as directed by a resolution adopted by the Board of Directors, or upon a written request signed by at least 20% of the MNEA members in good standing. The notice of any special meeting shall state the time, place, and purpose of such meeting. No business shall be transacted at the special meeting except as stipulated in the notice.

Section 3. Presiding Officer. The President of the Board of MNEA shall be the presiding officer at all meetings of the membership. In the absence of the President, the Past President shall preside. In the absence of both persons, the Board members may elect a President Pro Tem for that one meeting.

Section 4. Notice of Meetings. The MNEA Secretary shall disseminate a notice of each meeting to each voting member at the email address on record with MNEA. The notices of annual and regular meetings shall be provided at least fifteen (15) calendar prior to the meeting. Notice of special meetings shall be sent at least five (5) working days prior to such meeting.

Section 5. Voting. The vote of a simple majority of the members present at the meeting in which the vote takes place shall decide any questions brought before the membership, unless the question is one upon which, by law or by these bylaws, a different vote is required, in which case such express provisions shall govern and control.

ARTICLE V BOARD OF DIRECTORS

Section 1. Number, Qualifications, and Compensation. The business and affairs of MNEA shall be governed by a Board of Directors. The Board of Directors of MNEA shall have up to fifteen (15) but no fewer than seven (7) members. Directors must be current members of MNEA. The board receives no compensation other than reasonable expenses.

Section 2. Board Role. The Board of Directors shall be responsible for overall policy and direction of the association and may delegate responsibility of day-to-day operations to staff and committees. They may engage in such acts and do such things as not prohibited by law or these bylaws.

Section 3. Election and Term of Office. The Board of Directors shall be elected by MNEA members in good standing for a term of up to three years. Elections shall be so arranged that approximately one-third of the total number of Directors are elected each year. Directors shall be allowed to stand for election for a maximum of two consecutive three-year terms. The Directors shall hold office until their successors have been elected. Unless elected to fill a vacancy, the term of office of a Director shall commence on January 1. The timing of, and procedures for, carrying out the election of Directors shall be determined by the Nominations Committee, consistent with the provisions in these bylaws having to do with terms of office and qualifications for office.

Section 4. Student Representative(s). There will be at least one, but no more than two student representative(s) on the MNEA Board of Directors who is/are appointed for a one year term. Students who are interested in participating will be invited to submit their name or will be recommended by a member of MNEA. The Board of Directors will select the student representative(s).

Section 5. Vacancies. Vacancies in the MNEA Board of Directors caused by any reason other than the regular term expiration of a Board member shall be filled by a vote of the majority of the remaining Directors. The Nominations Committee must receive nominations for new members from present members one week in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. Each person so elected shall be a Director for the remainder of the term of office of the individual they replaced.

Section 6. Removal of Directors. At any regular or special meeting of the Board of Directors, any one or more of the Directors may be removed without cause by a vote of the majority of the MNEA Board of Directors. Board member(s) under consideration of removal will be notified in writing at least 10 days before the meeting of the date, time, and location of the meeting.

Section 7. Meetings and Notices. The Board of Directors shall meet at least quarterly at an agreed upon time and place. Notices of meetings shall be sent out by the Secretary or President to current board members at least five (5) working days in advance of the meeting.

Section 8: Special Meetings. Special meetings of the Board may be called by the President of the Board or upon written request of at least three (3) Directors. Notices of special meetings shall be sent out by the Secretary or President to current Directors at least five (5) working days in advance of the meeting.

Section 9: Quorum. At all meetings of the MNEA Board of Directors, 40% of the Directors of record shall constitute a quorum for business transactions to take place and motions to pass.

Section 10: Officers and Duties. There shall be three officers of the Board, consisting of a President, Treasurer, and Secretary. Their duties are described below.

Other Chair positions are flexible to meet the needs of the current Board, with the current Board positions as of 2019, including Membership Chair, Communications Chair, Program Co-Chairs, and Student Representative(s), as described below.

The President shall be the principal officer of the organization. Subject to the direction and control of the Board, the President shall see that the resolutions and directives of the Board are carried into effect, and, in general, shall discharge all duties incident to the office of President and as prescribed by the Board. The President shall preside at all meetings of the Board of Directors and at all meetings of the membership. The President may execute organizational contracts and other documents in writing that may be required or authorized by the Board of Directors. The President will represent MNEA and be the liaison to the American Evaluation Association. The President will be a voting ex-officio member of all Board committees except the Nominations Committee. This is a three-year position elected by the membership (serving first as President Elect, advancing to President, and completing the term as Past President). These duties are completed by the President for only the year as acting President (middle year of the three-year term). The President–Elect will shadow and learn

these responsibilities from the President so they are prepared to step in to the role when it is their turn to serve as President. The Past President will offer advice and provide continuity by helping to explain previous decisions or actions of the Board, the rationale for or requirements related to Board decisions, etc.

Secretary. The Secretary of MNEA shall be responsible for keeping the organization's records. They shall keep (or cause to be kept) the minutes of all meetings of the Board of Directors, and of the membership. The Secretary shall give or cause to be given all notices of the meetings of the Board of Directors and other notices required by law or by these by-laws. The Secretary is responsible for the keeping of all books, correspondence, committee minutes and papers relating to the business of MNEA, except those of the Treasurer and the Membership Chair. This is a three-year position elected by the membership.

Treasurer. The Treasurer of MNEA shall be responsible for preparation of the proposed annual budget and will maintain financial records belonging to MNEA. The Treasurer will present to the membership and to the Board of Directors at their respective annual meetings a report of the finances of MNEA and will make such other reports to the Board of Directors as required. This is a three-year position elected by the membership.

Membership Chair. The MNEA Membership Chair will maintain records of MNEA's members and will communicate with members and complete membership-related transactions with new and renewing members. The Membership Chair will also be responsible for leading new member recruitment efforts, with the support of other board members.

Program Co-Chairs. The two MNEA Program Co-Chairs work together to organize the annual MNEA program schedule and to work with other MNEA board members, MNEA members, and others to carry out programming that is relevant and useful to MNEA members and feasible for the MNEA budget and volunteer board members' workloads.

Communications Chair. The MNEA Communications Chair leads the regular communications activities of MNEA including weekly job announcements, announcements of programs, etc. The Communications Chair may also work with the Secretary, Student Representative(s), and other MNEA Board Members to carry out extra work such as updating the MNEA website, communicating with our volunteers, providing additional info and resources to MNEA members, etc.

Student Representative(s). The MNEA Student Representative(s) will be responsible for sharing the perspective of students, identifying issues that are relevant to students, and being a communication link between MNEA and students.

ARTICLE VI COMMITTEES

Section 1. Committee Formation. The MNEA Board of Directors may create committees, as needed. Each committee will be subject to the control and direction of the Board of Directors. The President appoints all committee chairs.

Section 2. Executive Committee. The three officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have

all the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, and is subject to the direction and control of the full board.

Section 3. Nominations Committee. The Executive Committee and/or other MNEA Board Members as named by the sitting board will serve as the Nominations Committee. The committee shall oversee all aspects of filling Board of Directors positions annually for every Board member rotation in accordance with the policies and procedures approved by the Board of Directors.

ARTICLE VII
MISCELLANEOUS

Section 1. Miscellaneous. Both the Board of Directors and MNEA members in good standing shall have the power to amend these bylaws. Subject to restrictions imposed by statute, the Board may amend the articles and bylaws by adopting a resolution setting forth the amendment and providing written notice of the proposed amendments at least 15 calendar days prior to calling for a vote from the MNEA membership. Passage of such an amendment shall require a majority of votes cast by MNEA members in good standing.