

**BYLAWS FOR
THE INDIANA CONSORTIUM OF
STATE AND LOCAL CIVIL RIGHTS AGENICES**

**ARTICLE I
NAME**

The name of this organization shall be named the Indiana Consortium of State and Local Civil Rights Agencies (hereinafter called the “Consortium”).

**ARTICLE II
PURPOSE**

Purpose One: Form an Association

To form and maintain an association of official governmental civil rights organizations that protects and enforces civil rights within the State of Indiana.

Purpose Two: Promote Civil Rights, Human Rights, and Human Relations

To promote equal opportunity and equal protection to all regardless of particular classes such as race, color, religion, national origin, disability, ancestry, age, familial status, sexual orientation, gender identity, and transgender status.

Purpose Three: Foster Communication

To develop and foster effective communication among civil rights agencies, advocacy groups, citizen organizations, etc. to promote, plan, strategize and offer techniques to offer resolutions to threats to civil rights, human rights, and/or human relations.

Purpose Four: Outreach and Education

To create, conduct, and sponsor educational outreach that promotes civil rights, human rights and human relations for all persons regardless of race, color, religion, national origin, disability, ancestry, age, familial status, sexual orientation, gender identity, and transgender status.

Purpose Five: Charitable, Non-Profit

The Consortium is organized exclusively for charitable, non-profit purposes.

**ARTICLE III
MEMBERSHIP AND DUES**

Section One: Government Membership

Membership shall be open to all official governmental civil rights organizations within the State of Indiana that are engaged enforcing civil rights and promoting and improving Human and Civil Rights and Human Relations. Each Government Member is entitled to One (1) vote. The voting representative of each Government Membership is deemed to be the Executive Director. If the

voting representative of the Government Membership is not the Executive Director, the Government Membership must specify a voting representative and provide a proxy.

Section Three: Annual Dues

Annual dues for Government Members shall be One Hundred Dollars (\$100.00). Annual Dues shall be invoiced each year on or before January 28th. Dues shall be payable by April 1st each year.

**ARTICLE IV
EXECUTIVE OFFICERS**

Section One: Officer Positions

The Executive Officers of the Consortium shall consist of a President, Vice-President, Secretary, Treasurer, Financial Secretary, and three At-Large positions. The Officers shall be elected by the membership of the Consortium.

Section Two: Terms of Office

Each officer named in Section One shall hold office for two (2) years.

Section Three: Election of Officers

The Executive Officers shall be elected by the membership of the Consortium every other year at the Consortium's annual conference. Newly elected officers will assume their responsibilities at the following business meeting after the election.

Emergency/Pandemic Procedures: Unless prohibited in the bylaws, and when authorized by the executive board, the Consortium may hold *meetings*, in whole or in part, and *vote* through electronic transmissions or through electronic video screen communication. For a meeting of members and/or board to be conducted through electronic transmission or through electronic video screen communication, board must implement measures to provide the members with a reasonable opportunity to participate and to vote on matters, including an opportunity to read or hear the proceedings of the meeting and keep records of the votes and actions taken at that meeting.

Additionally, during a pandemic, if Consortium Elections are placed on hold, the Elections can take place the following year once the State/Federal/Local government has ended the shelter in-place status. Or, the board may choose to conduct elections electronically according to the above terms.

Section Four: President

The President shall preside over all meetings discussed in Article V and VI and shall execute all decisions voted and approved by the Consortium. The President shall serve along with the Treasurer as signatories on all accounts and all check drafts. No document may be signed, executed or acknowledged which obligates the Corporation or its Officers to any debt, lease, sale or contract in excess of \$250 without the prior affirmative vote of a majority of the Officers present at a meeting at which a quorum is present.

Section Five: Vice President

The Vice President shall assist the President in his/her executive functions and shall perform the duties of the President in the event he/she is unable to do so. The Vice President automatically becomes President in the event the President is removed or vacates the position.

Section Six: Secretary

The Secretary shall compose and keep the minutes of all Consortium meetings and keep records, such as membership lists that are necessary. The Secretary shall issue notification of any regularly scheduled or special meetings of the Consortium.

Section Seven: Treasurer

The Treasurer shall collect and maintain custody of funds for the Consortium, invoice annual dues notices, collect annual dues, and prepare periodic reports of the financial status of the Consortium. The Treasurer shall serve along with the President as signatories on all accounts and all check drafts.

Section Eight: Financial Secretary

The Financial Secretary shall work closely with the Treasurer in handling funds and preparing quarterly financial reports for the Consortium scheduled meetings.

Section Nine: At-Large Positions

The At-Large Position serves as a liaison to the general membership of the Consortium and may be assigned specific duties from the President of the Executive Office.

Section Ten: Removal of Executive Officers

Any person may be removed as an Executive Officer for just cause. Just cause may include, but not limited to, failure or refusal to attend two (2) consecutive meetings of the Consortium without an acceptable reason or when the Officer is no longer affiliated with a Member of Consortium. Removal shall be effective by a majority vote of the membership attending any meeting stated in Article V. Notice must be given to the Officer to be removed and action for removal must be put on agenda for the meeting.

Section Eleven: Filling Vacancies

Vacancy of any Officer position other than the President shall be filled by action of the remaining Officers. Any person so selected shall hold such office for the remainder of the original term.

**ARTICLE V
EXECUTIVE COMMITTEE**

Section One: Members

The members of the Executive Committee shall consist of the President, Vice President, Immediate Past President, Treasurer, Secretary, Financial Secretary, and two At-Large positions.

Section Two: Authority

The Executive Committee shall exercise all authority of the Consortium in the absence of the full membership. Any action taken by the Executive Committee under this authority shall be

summarized in a document and submitted to the full membership within thirty (30) days of the action.

Section Three: Meetings

Meetings of the Executive Committee shall be held as needed and via telephone, email, or in person. The quorum specified for the Executive Committee is a simple majority. Any member in good standing may attend Executive Committee meetings and participate, have input, and make presentations; however, to receive notice of Executive Meetings a member must notify the President in writing.

**ARTICLE VI
MEETINGS**

Section One: Quarterly Meetings

There shall be at least three (3) Quarterly Meetings held within a one (1) year period. The Annual Meeting may count as *one of the three* Quarterly Meetings.

Section Two: Annual Meeting

The Annual Meeting shall be held in June, unless otherwise stated, at the Consortium’s Annual Conference.

Section Three: Notice for Meetings

Government Members shall be given at least fourteen (14) days written notice via email of the time and place of meeting.

Section Four: Attendees

All meetings shall be open to the Government Membership organization’s staff and commissioners; however, only the designee of the agency who appears on the official Consortium Government Membership roster shall have the power to vote.

Section Five: Quorum

Presence of one-third (1/3) of Government Members present at a meeting shall constitute a quorum to conduct business of the Consortium. A Government Member is deemed present if one (1) or more persons associated with the official, governmental civil rights agency is present with the authority to act as representative.

Section Six: Compliance with Indiana Open Door Law

Notwithstanding any other provisions of these Bylaws, the Corporation shall comply in all respects with the Indiana Open Door Law (currently codified at Indiana Code (“IC”) section 5-14-1.5, et seq.), and any corresponding provision of subsequent Indiana law, in connection with all regular or special meetings of the Board of Directors.

**ARTICLE VII
COMMITTEES**

Section One: Standing Committees

Standing Committees shall consist of at least a Membership Committee, Bylaws Committee, Legislative Committee, Nominating Committee, Conference Committee and Outreach Committee.

Section Two: Ad Hoc Committees

Additional committees may be created to address specific issues that the Consortium believes are important to its purpose. Ad Hoc Committees are created by a simple majority of those present at either a Quarterly Meeting or the Annual Meeting. An Ad Hoc Committee exists for two (2) years and may be renewed by a simple majority of those present at either a Quarterly Meeting or Annual Meeting.

Section Three: Assignment of Committee Members

The President shall assign Government Members to specific Standing and Temporary Committees. The Committee shall select a Chair of the Committee.

Section Four: Nominating Committee

The Executive Committee shall appoint a nominating committee of at least three (3) members to select a slate of officers. Nominations shall be made and submitted to the nominating committee members at least (30) thirty days prior to the annual meeting via a nominating form and a letter of intent by the potential candidate. Additional nominations to fill ‘remaining open’ positions may be made and seconded on the floor at the annual meeting until nominations are formerly closed by vote.

Section Five: Conference Committee

The Conference Committee shall be comprised of the annual conference **host** agency member, immediate past conference host agency member, host agency member elect, a member of the Executive Committee and any other member as deemed necessary by the Executive Committee.

Section Six: Membership/Bylaws Committee

The Membership Committee shall be responsible for stimulating membership growth and retaining Consortium membership. The Membership Committee shall contact any newly formed government agencies as well as inactive members to encourage membership.

Section Seven: Bylaws Committee

The Bylaws Committee shall be responsible for advising on governance processes and recommending policies and procedures to effectuate the purpose of the organization. The Bylaws Committee may review the bylaws and make amendment recommendations as necessary at the Annual Meeting of the Consortium. The Bylaws Committee shall also advise the Consortium on basic parliamentary principles.

Section Eight: Legislative Committee

The Legislative Committee shall be responsible for educating and advising the Consortium on current civil and human rights legislation, laws and issues on the local, state and federal levels. The Committee shall provide annually a written Legislative report.

Section Nine: Outreach Committee

The Outreach Committee shall be responsible for developing programs in respective jurisdictions on matters and issues germane to the Consortium. The Outreach Committee may coordinate programs in conjunction with other organizations with similar or shared program objectives.

ARTICLE VIII MISCELLENEOUS

Section One: Contracts, Grants, and Financial Agreements

All contracts, grants, or other financial agreements, verbal and/or written, shall first be presented to and approved by a simple majority of the membership. Any and all approved contracts, grants, or other financial agreements shall require the signature of the President and the Treasurer.

Section Two: Net Earnings/Lobbying

No part of the net earnings of the Consortium shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons. No substantial part of the activities of the Consortium shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Consortium shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IX AMENDMENTS

Section One: Amendments

These bylaws may be amended by a two-third (2/3) vote of Government Members present at the quarterly meeting.

Section Two: Notice

Notice of proposed amendment must be submitted to the entire Consortium within fifteen (15) days of the vote to amend.

ARTICLE X DISSOLUTION

The property of this Corporation is irrevocably dedicated to the purposes in Article II of these Bylaws and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director or officer of this Corporation or to the benefit of any private person. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated for educational purposes and which has established its tax-exempt status under Internal Revenue Code Section 501(c)(3).

