

**BYLAWS OF PILLAGER
AREA FAMILY RESOURCE CENTER**

ARTICLE I NAME AND PURPOSE

- Section 1:** The name of the organization shall be **Pillager Family Council**.
- Section 2:** The Pillager Area Family Resource Center is organized exclusively for charitable and educational purposes, more specifically to help ensure that all families in the greater Pillager area should have what they need in order to do what is best for themselves, their children, and their community.

ARTICLE II MEMBERSHIP

- Section 1:** Membership shall consist only of the members of the Family Center Council.

ARTICLE III ANNUAL MEETING

- Section 1:** There will be an annual meeting. The date of the annual meeting shall be within forty-five (45) days of the Center's fiscal year.

ARTICLE IV FAMILY CENTER COUNCIL

- Section 1:** Family Center Council Role, Size, Compensation: The Family Center Council is responsible for overall policy and direction of the Pillager Area Family Resource Center and delegates responsibility for day-to-day operations to the Center Director and staff. The Family Center Council is responsible to appoint a representative to the Cass County/Leech Lake Reservation Family Services Collaborative Initiative Board, hereinafter referred to as Collaborative Board, if needed. The Family Center Council shall have up to 11 and not fewer than 5 members. The Family Center Council receives no monetary compensation other than reasonable expenses.
- Section 2:** Meetings: The Family Center Council shall meet at least quarterly at an agreed upon time and place.
- Section 3:** Family Center Council Elections: Election of new Council Members or election of current Council Members to a subsequent term will occur as the first item of business at the Annual Meeting of the corporation. Council Members will be elected by a majority vote of the current Family Center Council Members present at the Annual Meeting.
- Section 4:** Terms: All Council Members shall serve three-year terms, but are eligible for re-election. Council Members are limited to three consecutive 3-year terms, but may be re-elected after absence from the Family Center Council of at least one year. Terms shall be staggered so that approximately one third of the Family Center Council will be elected or re-elected each year. Terms of Council Members elected mid-year shall end in the first quarter of the year following the second full year of service.
- Section 5:** Quorum: Fifty percent of the seated Family Center Council shall constitute a quorum of the Family Center Council. A quorum must be present at any time business is transacted, motions made or passed, elections conducted, or bylaws amended.

Approved February 9, 2010

- Section 6:** Notice: No notice is required for regular Family Center Council Meetings if announced in a previous meeting. Written notice is required for bylaw changes and nominations to the Family Center Council five days in advance of the meeting at which such changes or nominations will be considered.
- Section 7:** Officers and Duties: There shall be two officers of the Family Center Council consisting of a President and President Elect/Treasurer. Their duties are as follows:
President: The President shall convene and preside over Family Center Council Meetings. The job product of the President is the integrity of Family Center Council processes. The President is the only person authorized to speak for the Family Center Council except for the Center Director, other than in specifically authorized instances.
President Elect/Treasurer: The President Elect/Treasurer shall preside at Family Center Council Meetings in the absence of the President. The President Elect/Treasurer shall also review financial reports with the Center Director prior to each meeting and perform other duties as required.
- Section 8:** Officer Elections: The Family Center Council shall elect a President Elect/Treasurer at each Annual Meeting.
- Section 9:** Officer Resignations: Office resignations must be in writing and received by the President or President Elect/Treasurer in the event of the resignation of the President. In the event of the resignation of an officer, the unexpired portion of the officer's term shall be filled via election by the Family Center Council at a regularly scheduled Family Center Council Meeting.
- Section 10:** Vacancies: When a vacancy on the Family Center Council exists, nominations for new members may be received from present Council Members by the President and Center Director at least two weeks in advance of the Family Center Council Meeting at which such nomination(s) will be considered. These nominations shall be mailed to Council Members at least five days before the meeting at which the election of any new Family Center Council Member is held. Vacancies will be filled only to the end of the particular Council Members term. Election shall be by a simple majority of Council Members present at an election meeting.
- Section 11:** Resignation, Termination, and Absences: Resignation from the Family Center Council must be in writing and received by the President. A Council Member may be removed for excess absences, or for other reasons by a three-fourths vote of the remaining Council Members.
- Section 12:** Special Meetings: Special meetings of the Family Center Council shall be called upon the request of the President or one-third of the Family Center Council. Notice of special meetings shall be provided to each Council Member by reasonable means appropriate to the nature and time constraints of the special meeting.
- Section 13:** Indemnification: Family Center Council Members and past Family Center Council Members shall be indemnified by the Community Family Center, including reasonable cost and expenses incurred by them in connection with any actions or proceedings in which they may be made a party by reason of their having been a Family Center Council Member, unless said liability is the result of intentional misconduct by such Council Member.

ARTICLE V RELATIONSHIP WITH LEVEL II GOVERNANCE

- Section 1:** This section will address the nature and structure of the relationship. In accordance to the Cass County Children's Initiative Articles of Incorporation and bylaws.
- Section 2:** Election of Collaborative Board Representative: The Family Center Council shall elect a Collaborative Board representative, if needed.

ARTICLE VI COMMITTEES

- Section 1:** The Family Center Council may create committees as needed


ARTICLE VII AMENDMENTS

- Section 1:** These Bylaws may be amended when necessary by a two-thirds majority of the Family Center Council. Proposed amendments must be submitted to the President. Copies will be sent at least five days in advance of the Family Center Council Meeting in which any such amendments will be considered.

These bylaws were approved at a meeting of the Family Center Council on:

4/13/10
Date


President


President Elect