

**BYLAWS
OF THE
UNITED DEFENSE ADVOCATES OF MINNESOTA**

A Minnesota nonprofit corporation incorporated pursuant to Minnesota Statutes Ch. 317A.

ARTICLE I

NAME AND ADDRESS

Section 1. Name

The name of this Association shall be:

United Defense Advocates of Minnesota (“UDAM”)

Section 2. Address

The mailing address of the Association shall be:

5500 Nicollet Ave
#19020
Minneapolis, MN 55419

The registered address on file with the Secretary of State’s Office shall be:

5500 Nicollet Ave
#19020
Minneapolis, MN 55419

The mailing address shall be set by, and may be changed as needed, by the Association Board of Directors.

ARTICLE II

PURPOSE

Section 1. The purpose of this organization shall be:

- A. To provide for the common defense of all public defense workers.
- B. To promote the economic and social welfare of workers through improved wages, workload, and all conditions of employment.

- C. To unite as workers regardless of race, religion, creed, national origin, age, physical or mental disability, sex, sexual orientation, gender identity or any other legally protected group or class.
- D. To act as the labor representative and bargaining agent of its members.
- E. To engage with the employers of its members for grievances, contract terms, and working conditions on behalf of the workers.
- F. To extend our advocacy on behalf of our clients beyond the courtroom.
- G. All other legal purposes, as determined by the Board of Directors (“Board”).

ARTICLE III

MEMBERSHIP AND DUES

Section 1. All non-managerial public defense workers, full-time and part-time, are immediately eligible for membership in this Association upon hire. This Association must comply with all applicable statutes and case law when creating bargaining units.

To be in good standing at the founding of the Association and eligible for its first elections, prospective members must sign a UDAM membership card and pay an initiation fee of \$10.

To be in good standing after the initial elections, prospective members must apply to the Association. Members will become eligible to vote upon the Association’s acceptance of the application and receipt of a payroll deduction authorization as described in Article III, Section 2.

Section 2. Membership dues shall be paid through payroll deductions, or through other process approved by the Board. All eligible workers must file a payroll deduction authorization with their employer and submit a copy to the organization.

Section 3. All Association Officers and Directors must be dues paying members to be eligible to hold those positions.

Section 4. The membership year shall be from July 1st through June 30th.

Section 5. The membership dues of the Association shall be \$35 per pay period for members in the attorney bargaining unit.

The membership dues of the Association shall be \$25 per pay period for members in the support staff bargaining unit.

Section 6. Any member may cancel their payroll deduction at any time. Any member who cancels their payroll deduction for dues will automatically cease to be a member in good standing and must resubmit a new membership application if they wish to re-join.

Section 7. Any member experiencing financial hardship may petition their Stewards for a waiver of their dues. The Steward shall present the hardship petition to the Board. The decision to grant the financial hardship petition will be left to the discretion of the Board.

Section 8. Members in good standing who are called to active duty in the Armed Forces of the United States shall be considered in good standing while on active duty regardless of whether their membership dues are paid. The Association will not seek collection of any membership dues not paid while a member is on active duty.

ARTICLE IV

MEETINGS AND QUORUMS

Section 1. Regular general membership meetings of this Association shall be held bi-monthly, in the month opposite the Board of Directors meetings, at the time and place to be determined by the membership or the Board of Directors. General Membership meetings shall be held in even months—February, April, June, August, October, December.

Section 2. Special general membership meetings may be called by the Association's President, a simple majority of the Board of Directors, or by a membership petition filed with any Association Officer or Director, signed by a minimum of one-third of the Association membership. Notice of a special general membership meeting and topics to be discussed must be sent to all members via email and will be posted on the Association's social media at least seven days prior to the meeting.

Section 3. Regular Board of Director meetings of this Association shall be held bi-monthly, in the month opposite the general membership meetings, at the time and place to be determined by the Board. Board meetings shall be held in odd months—January, March, May, July, September, November.

Section 4. Special Board meetings may be called by the Association's President or a simple majority of the Board. Notice of a special Board meeting and the topics to be discussed must be sent to all Directors via email at least seven days prior to the meeting.

Section 5. A quorum for general membership meetings shall be:

A. For a regularly scheduled bi-monthly meeting, a quorum shall be those members present. At least 25 members must be present for a quorum. Presence can be in person or telephonic/electronic communication.

B. For a special general membership meeting, a quorum shall be those members present if adequate notice has been given in accordance with these Bylaws. No quorum shall be reached without proper notice. At least 25 members must be present for a quorum.

Section 6. A quorum for the Board meetings shall be:

A. For a regularly scheduled bi-monthly meeting, a quorum shall be those Directors present. A minimum of nine Directors must be present for a quorum to be met.

B. For a special Board meeting, a quorum shall be those Directors present if adequate notice has been given. No quorum shall be reached without proper notice. A minimum of nine Directors must be present for a quorum to be met.

Section 7. Voting on Association business at a general membership meeting may be conducted at any such meeting subject to the following conditions:

A. No business of the Association may be moved and voted on unless one of the following conditions exists:

1. The general membership was notified of the business at minimum one week prior to the meeting on the Association's social media or through emailed or mailed notices.

2. The motion is made at a regularly scheduled meeting and voted on at the next regularly scheduled meeting.

3. The motion is made at a regularly scheduled or special meeting and vote was taken by mail or email ballot of all members.

B. The above conditions do not apply to business at a Board meeting.

ARTICLE V

OFFICERS, OFFICER ELECTIONS, OFFICER NOMINATIONS

Section 1. There shall be three Officers of the Association: a President, a First Vice President, and a Second Vice President. The Officers shall manage the day-to-day business of the Association.

Section 2. The Officers shall be elected by the membership to three-year terms of office which commence at the start of the Association's membership year, July 1, except the initial President shall serve a three-year term, the initial First Vice President shall serve a two-year term, and the initial Second Vice President shall serve a one-year term.

If an Officer is appointed due to a vacancy, the term of office immediately commences.

Section 3. For a member to be eligible for an Officer position, the member must be in good standing for at least one year prior to seeking election or appointment. They must also have attended at least three (3) general membership meetings the previous calendar year.

Section 4. The Board of Directors is responsible for holding Officer elections. A sub-committee shall be formed of three (3) Directors to conduct the Officer election. Anyone running for an Officer position is excluded from this sub-committee.

Section 5. Officers shall be elected by secret ballot vote in May, and the balloting shall be conducted to afford all members a reasonable opportunity to vote. At least fifteen days (15) notice shall be given to the general membership prior to holding an Officer election. Election ballots shall be provided the members in compliance with the law. The election ballots must be received by the date set forth by the Board. Any ballots received after this set date will not be counted. It will be the members' responsibility to inform the association of current or new mailing addresses.

Section 6. A third party, not involved in the election, will be chosen by the election sub-committee to count the ballots. All returned ballots will be kept sealed until the third party conducts the count. All ballots will be marked in such a way to ensure the integrity of the election.

Section 7. Vacancies for First Vice President and Second Vice President shall be filled by appointment with the agreement of the simple majority of the Board for the appointee.

Section 8. In the event of a vacancy in the office of President, the First Vice President shall become President, the Second Vice President will become the First Vice President, and a new Second Vice President shall be appointed by the simple majority of the Board.

Section 9. The term of an appointed Officer, due to a vacancy, will last through the term.

Section 10. The President, First Vice President, and Second Vice President may not serve more than two (2) consecutive terms in the same Officer role.

ARTICLE VI

ASSOCIATION BOARD OF DIRECTORS, ELECTIONS, AND NOMINATIONS

Section 1. There shall be an Association Board of Directors ('the Board').

The initial Board will consist of the three Directors, who will also serve as Officers, who will be named in the Articles of Incorporation. That initial Board will serve until the first full Board can be elected.

All subsequent Boards will have 17 members as follows: each public defender district and the appellate office shall elect, by simple majority, one representative to the Board. Three positions shall be determined by a state-wide popular vote by simple majority. The President, First Vice President, and Second Vice President shall be part of the Board.

Section 2. All members in good standing with the Association may run for a Director position.

Section 3. Directors shall be elected by secret ballot vote in May, and the balloting shall be conducted to afford all members a reasonable opportunity to vote.

Section 4. The Directors shall be elected to two-year terms, which commence at the start of the Association year, July 1.

Section 5. The Association President is responsible for holding Board elections. The Association President may form a committee consisting of Stewards to conduct the Board elections.

Section 6. At least fifteen days of notice shall be given to the membership prior to elections for positions on the Board. Election ballots shall be provided to the members. It will be the members' responsibility to inform the association of current or new mailing and email addresses.

Section 7. The election ballots must be received by the date set forth by the President. Any ballots received after this set date will not be counted.

Section 8. A third party, not involved in the election, will be chosen by the President to count the ballots. All returned ballots will be kept sealed until the third party conducts the count. All ballots will be marked in such a way to ensure the integrity of the election.

Section 9. Vacancies on the Board must be filled by appointment with the agreement of the simple majority of the Association Board for the appointee. If the vacancy is from a specific district, the appointee must be from that district. If the vacancy is from the state-wide popular vote, the appointee may be from any district. The term of the appointed Director will last until the end of term.

ARTICLE VII

ASSOCIATION STEWARDS

Section 1. Stewards are not Officers of the Association nor Directors of the Board. Stewards act as a liaison between each district and the Board and Officers.

Section 2. Each Minnesota Public Defender District and the Appellate Office shall elect at minimum one steward from each bargaining unit. Stewards must be members of the Association.

Section 3. Stewards shall be elected to 2-year terms.

Section 4. The Board is responsible for Steward elections.

ARTICLE VIII

DUTIES OF THE OFFICERS, THE BOARD, EMPLOYEES, STEWARDS, AND WORKER REPRESENTATIVES

Section 1. The President Shall:

- A. Preside at all meetings of the Association and of the Board.
- B. Report periodically to the membership regarding the progress and standing of the Association and the President's official acts.
- C. Conduct Board elections.
- D. Spearhead contract negotiations while working closely with the Board and the Stewards.
- E. Act in any other capacity as may be required or directed by official Board action.
- F. Field and initiate disciplinary processes and/or proceedings.
- G. Preside over disciplinary hearings.

Section 2. The First Vice President shall:

- A. Assist the President in Association matters.
- B. In the absence of the President, or in the event of the President's inability to serve, preside at all meetings and perform the duties otherwise performed by the President.
- C. Act in any other capacity as may be required or directed by official Board actions.

Section 3. The Second Vice President shall:

- A. Keep an accurate record of the proceeding of all membership meetings and of all Board meetings.
- B. Perform other such duties as the Board may require.
- C. Deposit all monies so received in the name of the Association in financial institutions selected by the Board.
- D. Keep an accurate record of receipts and disbursements.
- E. At general membership meetings, submit to the membership a monthly operating statement of the financial transactions of the Association since the previous meeting.

Section 4. The President, First Vice President, and Second Vice President shall, collectively:

- A. Establish policies governing financial matters, subject to approval by a simple majority of the Board.
- B. Reimburse Workers Representatives and Employees for approved expenses incurred on behalf of the Association.
- C. Ensure financial transparency is enforced.
- D. Have authority to spend up to \$3,000 per transaction for the benefit of the Association without Board approval.

Section 5. The Association Board shall:

- A. Conduct Officer and Steward elections.
- B. Decide all matters affecting the policies, aims, and means of accomplishing the purpose of the Association not specifically provided for in these Bylaws or by action of the membership at a regular or special meeting.
- C. Meet at the call of the President, or a majority of the members of the Board, and on the opposite months of the regular membership meetings.
- D. Report all actions taken by the Board to the membership at the general membership meetings.
- E. Make or cause to be made, at least annually, a review of the finances of the Association. The Board shall report to the general membership the results of any such review.
- F. Evaluate the merit of all grievances and determine if the Association will pursue them. The Board shall decide whether to take a member's case to arbitration. The Board may develop policies, procedures, and standards as it sees fit for guidance on arbitration cases.
- G. The Board shall decide whether to pursue legal or court action as it sees fit.

Section 6. Association Stewards shall:

- A. Be responsible for initiating all grievances brought to their attention by members of the Association or non-members who are in the bargaining unit.
- B. Be responsible for gathering and formulating demands for contract negotiations.
- C. Attend regularly scheduled Board meetings.

Section 7. The Members shall:

- A. Approve or disapprove any purchase or expense that is to exceed \$10,000 that is not budgeted.
- B. Review the finances of the Association upon request.

ARTICLE IX

DISCIPLINARY ACTION

Section 1. This Association shall not prohibit or infringe on a member's rights to freely express their views and opinions on Association or employment business. Association members shall have the right to fair treatment under these Bylaws.

Section 2. Any member who is alleged to have violated these Bylaws or to have engaged in conduct detrimental to the Association shall be afforded due process. The process to bring and try an allegation is as follows:

A. Any member may file with the President an allegation in writing. This writing shall state the name of the member who is alleged to have violated these Bylaws or engaged in conduct detrimental to the Association and the details and circumstances of the allegation. In the event the President is accused of an allegation, this writing shall be directed to the First Vice President.

B. The President shall review the allegations for sufficiency. The President shall prepare a confidential report to the Board outlining the allegation(s). In the event the President is accused of a violation, the First Vice President shall prepare a confidential report to the Board outlining the allegation(s).

C. The Board shall review the confidential report and determine whether there exists reasonable cause to believe the allegation(s) to be true and, if so, whether the allegation(s) constitute a violation of these Bylaws or conduct detrimental to the Association.

If the Board determines that reasonable cause exists, the Board shall act as follows:

1. The Board shall attempt to resolve the matter through restorative justice. The Board will have discretion as to how to resolve this issue without formal disciplinary action. This could include:
 - a. A conversation with the Directors and the accused.
 - b. A conversation with the complainant and the Directors.
 - c. A conversation with the Directors, the complainant, and the accused.
 - d. Asking the accused to step down from any position in the Association.
2. If the Board cannot resolve the matter through restorative justice, the Board shall direct the President, or the First Vice President if the accused is the President, to prepare the allegations for a hearing.
 - a. This hearing shall be held at a time and place convenient to both the complainant(s) and the accused.
 - b. The hearing will be open to the General Membership.

- c. At least two of the three Officers shall be present for the hearing.
 - d. At least half of the Board shall be present for the hearing.
 - e. Notice of the hearing must be given to the general membership through emailed or mailed notices.
 - f. The accused is presumed innocent of all allegations at the hearing.
 - g. The burden of proof is on the complainant(s) and must convince the factfinders that their allegations are more likely true than not—a preponderance of the evidence.
 - h. At the hearing, the complainant(s) may present evidence supporting the accusation.
 - i. At the hearing, the accused shall have the right to be heard and cannot waive this right unless done so knowingly and voluntarily.
 - j. The accused maintains their right to confront the complainant(s) and may cross examine the complainant(s).
3. After the hearing, all Directors who were present shall determine the innocence or guilt of the accused based on the evidence presented at the hearing.

Section 3. Any Member found guilty of violating these Bylaws or engaging in conduct detrimental to the Association may be disciplined, suspended, and/or expelled from Membership as deemed appropriate by a simple majority of the Board.

Section 4. Any elected Officer or Director can be removed from their position for cause, such as: 1) gross misconduct, 2) clear and protracted neglect of duty in office, or 3) failure to pay membership dues. This shall occur upon two thirds vote of remaining members of the Board.

ARTICLE X

AMENDMENTS

Section 1. These Bylaws may be amended, revised, or otherwise changed by a two-thirds majority of those General Members who participate in the vote.

Section 2. Proposed amendments to these bylaws must be brought at the August General Membership Meeting.

Section 3. The Board is responsible for conducting a vote on the proposed amendments after the August General Membership meeting but before the October General Membership meeting. An election sub-committee may be formed.

Section 4. Adequate and proper notice of the proposed amendment to the bylaws shall be given to the General Membership 15 days before the vote closes.

Section 5. The initial Officers, named in the Articles of Incorporation, may amend these Bylaws before August 2025. The three Officers must unanimously agree to the proposed amendment. Any amendments during this time must be in furtherance of the Association's formation and success.

ARTICLE XI

CONTRACT NEGOTIATIONS

Section 1. The Board shall define the process to determine who will engage with the employer during contract negotiations. In each bargaining unit, every District and the Appellate Office is entitled to have a representative on the negotiating committee.

Section 2. No Officer shall enter into a collective bargaining agreement or approve any subsequent modification thereof until a formal ratification vote has been taken by simple majority of the general membership.

Section 3. The negotiation committee shall hold a meeting with the general membership to review the provisions of the proposed contract and provide adequate opportunity for discussion and debate.

Section 4. The negotiation committee may make recommendations for or against ratification. There shall be a secret ballot election among the general members in good standing to ratify or not ratify. A copy of the proposed contract language changes along with an election ballot shall be mailed or emailed to these members current address on file with the association. It will be the members' responsibility to provide up to date and current mailing and email address information to the association.

Section 5. Election ballots must be received by the date set forth by the negotiation committee. Any ballots returned after this date will not be counted. All returned ballots must be kept sealed, or otherwise secured electronically, and delivered to the contract meeting, where they will be counted. All ballots will be marked in such a way to ensure the integrity of the election.

Section 6. A strike may be authorized by the negotiating committee if the contract is not ratified.

ARTICLE XII

ARBITRATION

Section 1. The Board shall determine whether arbitration is appropriate to resolve a dispute.

Section 2. The general members may vote to override the Board's arbitration decision.

Section 3. The arbitration override must be initiated by a petition filed with the Board containing the signatures of at least 30% of the general membership. Once received, the Board shall review and reverse their arbitration decision or conduct an election involving all general members. If two thirds of the general members who return ballots vote to reverse the Board's decision, the decision will be reversed.

CERTIFICATION

The undersigned hereby certify that the foregoing Bylaws were duly adopted as the Bylaws of the United Defense Advocates of Minnesota.

Date: 09/19/2024



Officer and Director

Date: 09/19/2024


Christopher 
Officer and Director

Date: 09/19/2024


J 
Officer and Director