

## **Bylaws for Indivisible Nob Hill**

**Draft (voted and approved by membership, pending filing with State of NM as described in 1.2)**

### **Article I. Name, Form of Organization, Purposes and Offices**

#### **1.1 Name**

The name of the corporation is Indivisible Nob Hill (hereinafter referred to as INH).

#### **1.2 Nonprofit Status**

INH is a nonprofit corporation in the State of New Mexico under Section 501(c)(4) of the Internal Revenue Code. INH is an educational/public benefit corporation and shall have perpetual duration and succession. *(Note, this designation is still in process as of Feb 2018 - RSS)*

#### **1.3 Purposes**

The purpose for INH is to educate the public on facts and provide information relating to the executive, legislative, and judicial branches of the federal government, the executive, and judicial branches of the state government, and local government.

Through activism, Indivisible Nob Hill's goal is to build a diverse and inclusive community, improve the lives of fellow New Mexicans, and promote social and economic justice. INH will promote a progressive agenda in the federal, state, and local governments and can include resisting the current leaders in our branches of government.

#### **1.4 Place of Business**

INH shall have regularly scheduled meetings, but no less than 4 times a year at public locations announced at least one week before the scheduled meetings. The permanent address is 11024 Montgomery Blvd. NE, PMB 384, Albuquerque, NM, 87111. The Board of Directors shall meet at selected locations for that specific meeting.

### **Article II. Members**

#### **2.1 Eligibility**

Membership shall be open to and inclusive of all interested individuals who subscribe to the purposes and goals of INH and who has paid their yearly dues and maintains their commitment of volunteer hours per year. This amount is determined by an annual membership vote. Volunteer hours may consist of tabling at events on behalf of INH, holding office, attending or organizing rallies, etc.

#### **2.2 Inclusion and Nondiscrimination**

INH shall not discriminate on the basis of a person's identity. Examples can include: race, color, religion, sex, ethnic or national origin, age, disability, marital status, immigration status, sexual orientation, gender identity, or any other factor related to membership and the mission of INH.

### **2.3 Dues**

Yearly dues are required at November 1 of every year. If a member cannot afford to pay the yearly dues, a "sliding scale" can be implemented. This sliding scale will be determined by the Board of Directors. In addition to dues, to be a voting member, the person must complete 10 hours of volunteer service. This can include helping register people to vote, helping at voting polls, volunteering to assist candidates, rallies, booths, etc. It is up to the member to keep a tally of the hours. To increase the yearly dues, the membership will need to vote.

### **2.4 Voting**

Annual dues, volunteer hours, candidate endorsements, expenditures of over a set amount of 10 percent of the treasury will be voted on by the membership. Smaller matters including expenditures under 10 percent of the treasury can be voted on by the Board of Directors. No voting by proxy can occur; in person only, unless a quorum (minimum of 10 member) determines otherwise.

### **2.5 Membership Duties**

To attend meetings when possible and volunteer to promote the purpose of INH (including but not limited to rallies, events, booths, voter registration).

### **2.6 Code of Civility**

We expect Indivisible Nob Hill members, board members and officers to follow this code of civility when representing INH at all times. Violations of the Code may result in membership suspension.

1. We do not discriminate against anyone, at any time for any reason, ever.
2. We conduct ourselves with integrity at all times, developing trusting relationships with legislators, politicians, activists and all members of the community.
3. We respect the privacy of our members and will not disclose personal information to anyone without a member's express permission.
4. Consuming illegal drugs while representing INH is not permitted. Alcohol use is permitted when it's reasonable and does not lead to impaired judgement or performance.
5. We will not tolerate harassment of others in any way. Members will not be harassed, non-members will not be harassed. We will maintain a civil and well-reasoned discourse at all times.
6. We will avoid conflicts of interest. Conflicts of interest are those that might result or be perceived to result in personal gain in the name of INH. This will not be permitted. This includes accepting gifts or entertainment of more than a modest nature (\$25.00).

### **2.7 Resignation, Termination, Expulsion, and Suspension of a Member**

Members may resign. Those with official positions are asked to debrief the committee on any tasks completed or in need of continuing. It is best practice to identify a successor before resignation or any other type of termination.

### **Article III. General Powers and Authority**

#### **3.1 Board of Directors**

The officers of INH shall include the following positions: President, Vice-president, Secretary, Treasurer, Outreach Coordinator, and Sergeant at Arms hereinafter referred to as “officer” or “officers”).

#### **3.2 Appointment and Election of the Officers**

The Board of Directors shall be elected by the Membership on a yearly basis, unless otherwise specified in the specific officer’s duties. A meeting in mid-November will take place to vote on the next year’s officers.

#### **3.3 Resignation of Officers**

An officer may resign by delivering a written notice to the Board of Directors. The resignation is effective upon the receipt of the notice unless the notice specifies a later date. The Board of Directors can decide to fill the pending vacancy before the effective date on the notice.

#### **3.4 Compensation and Reimbursement**

No officer or member shall receive any compensation for his or her services rendered in support of INH, other than reimbursement for expenses approved in advance by the Treasurer at that time.

#### **3.5 Removal of an Officer**

Any officer may, by written request to the Board of Directors, begin removal proceedings against any other officer. In addition, the membership may begin removal proceedings against any officer by submission of a petition to the Secretary, signed by at least ten percent of members. On receipt of the written request or petition, the Board of Directors will determine whether the request is valid, and will relieve the officer of their duties. The Board of Directors will assume this officer’s duties until another person can be nominated and voted in.

### **3.6 President**

The president is INH's chief executive. The president shall preside over the general meetings, special meetings, and the Board meetings. They will represent INH at other organizations, and other related events. In addition, they will enforce policies and ensure that INH maintains its values and adheres to the Bylaws. The president will be a signature on INH's checking account if necessary. They will also sign any contracts or any other document, unless decided by the Board to have additional signatories.

### **3.7 Vice-president**

The vice-president shall work with the board of directors and other officers to plan, develop, and enforce policies and objectives for INH to ensure it maintains its values and meets established goals. Under the direction of the board, the vice-president shall from time to time take on additional responsibilities. In the event that the President is absent, or otherwise unable to perform the duties of the office of president, the vice-president shall perform the duties of the president and in the performance of those duties shall have all the powers of and be subject to all the restrictions of that office.

### **3.8 Secretary**

The secretary shall (a) prepare minutes of all meetings; (b) keep current membership records and permanent records of the organization; (c) prepare and file reports requires by state law; (d) correspond with other persons or organizations as authorized by the Board of Directors; (e) curate and dispose of records other than current records or those which must be retained permanently; (f) perform other duties as assigned by the Board of Directors.

### **3.9 Treasurer**

The treasurer will receive and disburse funds collected by INH. They will render an account of all funds at each regular meeting, will prepare an annual financial report for the Board of Directors, which will be distributed to the members of INH. The treasurer will be responsible to complete yearly tax documents that may be required by the IRS and/or state taxation department.

### **3.10 Outreach Coordinator**

The Outreach Coordinator shall act be responsible for information dissemination through social media, traditional media, direct mail, and other avenues as identified.

### **3.11 Sergeant at Arms**

The Sergeant at Arms shall keep order at meetings, when necessary, oversee security at public events, and be the enforcer of the bylaws, when needed.

## **Article IV. General Provisions**

### **4.1 Changes to the Bylaws**

These Bylaws can be amended or repealed and new Bylaws written and adopted by the Executive Committee. Any amendment to the Bylaws must be approved by two-thirds of the membership at the mid-November meeting.

### **4.2 Fiscal Year**

The fiscal year of INH shall end on December 31<sup>st</sup> of each year.