

Bylaws Task Force Report to the MACC

Prepared for the July 19, 2021 MACC General Council Meeting.

Timeline

- *February 18, 2020* – Bylaws Task Force created with a full list of members.
- *May 17, 2021* – Notified MACC at General Council Meeting that a draft of the bylaws was available online. As a draft, this was only for informational purposes to inform members and give additional time to review the draft if they desired.
- *June 14, 2021* – Bylaws Task Force sends proposed Bylaws to the MACC Board of Trustees. Board votes to endorse proposed Bylaws with small revisions.
- *June 21, 2021* – Bylaws Task Force announced draft of proposed Bylaws to the MACC General Council. No official motions are taken to adopt or reject at this meeting.
- *July 12, 2021* – Board of Trustees made small changes to the boundary map. The term “Executive Board” was removed and replaced with “Officers” since the Officers do not meet as their own board.
- *July 19, 2021* – Bylaws Task Force will present the proposed Bylaws to the General Council. This will count as the first reading of the Bylaws. No official vote will take place. Process for amending proposed Bylaws and adopting Bylaws in August will be outlined.
- *August 16, 2021* – Bylaws Task Force presents proposed Bylaws to the MACC General Council for the second official reading of the Bylaws. After this is done, amendments to the proposed Bylaws may be motioned and properly seconded. A majority will accept amendments to the Bylaws. When no further amendments are proposed, the Bylaws may be adopted by a 2/3 majority vote. If Bylaws are approved, they are effective immediately.

Summary of Proposed Changes

Miscellaneous Changes: Formatting errors, spelling errors, consistent spelling and terminology.

ARTICLE I – NAME AND LOCATION

- Boundaries more clearly defined to prevent confusion and comply with historic boundaries. A map is added to help better understand.

ARTICLE II – PURPOSE AND GOALS

- Unchanged.

ARTICLE III – MEMBERSHIP

- Ensured no person may have two votes by establishing LLC’s or operating businesses. Voting members for a business membership must be listed with the application.
- Clearly articulated new members are eligible to vote at the meeting after they pay dues.
- Allow members from previous calendar year to vote at any meeting in following calendar year if they pay dues for the new year before voting.
- Extend memberships for members who become eligible to vote in November or December of a calendar year through the following calendar year.

- Removed official role of Membership Cards as signaling your voting status and maintained cards as proof in case of a dispute with the Membership Committee.
- Removed excessive language that was repeated in other sections to streamline Bylaws.

ARTICLE IV – MEETINGS

- Allows 3 members to request a roll call vote for any issue they believe is too close to pass by voice vote or show of hands if MACC Board does not implement roll call votes for an issue.
- Added major change: “Priority Items”
 - Priority Items are important agenda items MACC is asked to endorse, and additional requirements of the Board and the person requesting the approval must be met to receive approval with a simple majority.
 - If additional requirements are not met, a 2/3 majority of the full council may approve a Priority Item at any meeting.
 - Requires the Board of Trustees to upload documents online and send agendas electronically by at least the Thursday before a General Council Meeting.
 - Requires a presentation at the full council one meeting before they seek approval if they want a simple majority to approve.
 - Requires Board of Trustees to upload any new materials presented at first meeting within 7 calendar days of meeting.
- Allows Board of Trustees to meet electronically with at least 2 days’ notice.
- Removes specific date requirement of Trustee meetings, and simply requires the date be published online.
- Allows MACC General Council Meetings to be held virtually under certain circumstances.
 - Details how attendance is established at virtual meetings.
 - Requires Priority Items to be held until an in-person meeting, if feasible.

ARTICLE V – OFFICERS

- Changed all references of “Executive Board” to “Officers”
- Removed requirement of two signatures on all MACC checks.
- Vice President assumes responsibility of a vacant position on the Executive Board. Allows President to appoint temporary replacements of Officers if two or more vacancies exist.
- Removed language repeated in following Article to consolidate and avoid inconsistencies.

ARTICLE VI – BOARD OF TRUSTEES

- Simplified language that gives Board of Trustees authority to find permanent replacements to vacancies.
- Simplified language that gives Board of Trustees authority to remove existing Officers and Trustees for cause.

ARTICLE VII – COMMITTEES

- Removed Ways and Means, Finance, Community Development, Environmental/Historical Committees. These standing committees rarely met, and the function was met by the Board of Trustees as a whole.

- Renamed Election Process Committee
- Added ability to create Ad-Hoc Committees as the Board sees a need. Creates a more nimble structure.

ARTICLE VIII – ELECTIONS

- Removed confusing wording about “nominations from the floor”.
- Establishes hard deadline for submitting a Letter of Intent to run (end of the day of September Council Meeting)
- Only allows candidates to speak in front of the council at the September meeting (or earlier if they ask ahead of time). Does not allow candidates to speak about election at October meeting.
- Removed additional section about a “Call Election” deemed unnecessary.

ARTICLE IX – DISSOLUTION

- Unchanged

ARTICLE X – AMENDMENTS TO THE BYLAWS

- Establishes clear rules for a Bylaws Committee (using Ad-Hoc Committee structure instead of calling it a task force).
- Requires any temporary suspension of Bylaws to indicate the section being suspended, and the length of the suspension.

The goal is to approve new Bylaws in the August MACC meeting. If you have any questions about the Bylaws, or have suggestions for amendments you would like to see, please email Ryan Lammi, the chairman of the Bylaws Task Force at ryanlammi@gmail.com or the MACC Board of Trustees at mtauburncincinnati@gmail.com. We would be happy to answer any questions you may have, and help you write amendments for the August MACC meeting.

Posted on our website is:

- Existing Bylaws (last updated in 2016) [PDF]
- Bylaws Task Force Report (this document) [PDF]
- MACC Proposed Bylaws 2021 [PDF]
- MACC Proposed Bylaws 2021 – With Markups [Word Document]
 - This document is messy, but shows all of the changes between 2016 and 2021 if you want to dig through the changes in depth.