

Citizens' Coalition for Legislature Accountability (CCLA) Bylaws

Vison: By informing Hoosiers of the legislative process and its failures, Hoosiers can again become the employers in the citizen-legislator relationship.

Mission statement: To promote issues resolution through legislature debate, and to hold legislators accountable for participating in and representing only their constituents' values in that debate.

Article 1: Rules

- 1) The Board organized in these Rules and such committees as the Board may form shall be governed by Robert's Rules of Order, 12th edition, except as otherwise expressly provided for in these Rules.
- 2) The CCLA will take no position on individual issues of its member groups, and its databases, resources and finances will not be used to promote or discourage the issues of its member groups.
- 3) These bylaws may be amended by majority vote of all Board members. Amendments may be proposed by any officer or board member.

Article 2: Officers and duties:

- 1) The Director- will serve as the spokesman of the CCLA, communicate with and facilitate communication between Board members, accept or reject prospective groups' applications to join CCLA, and direct CCLA initiatives. The director shall serve at the pleasure of the CCLA Board, who may remove him/her at any time by majority vote of all Board members. The Director will have access to and control over the CCLA's database, resources and finances.
- 2) The Executive Secretary- will be responsible for executing the day-to-day functions of the CCLA, maintaining its database, resources, and finances, and will have access to the same. The Executive Secretary will be chosen by the Director and shall serve at the pleasure of the Board.
- 3) The Board members- shall be the individuals selected by member groups as the representative to the CCLA. Board members shall have power by majority vote of all members to decide all CCLA initiatives, selection and removal of the Director and removal of the Executive Secretary, and removal of member groups.
- 4) The Board President- shall be chosen from among the Board members by majority vote of all members, and shall have access to the data bases, resources and finances of the CCLA, and in the absence or incapacity of the Director, shall have control of the CCLA databases, resources and finances. The board president shall also be the default chair of meetings.

- 5) The Board Secretary- shall be chosen from among the Board members by majority vote of all members, and shall have access to the data bases, resources and finances of the CCLA, and in the absence or incapacity of the Director, and Board President, shall have control of the CCLA databases, resources and finances.
- 6) The Director, Board President and Board Secretary must be from different member groups.

Article 3: Group Membership

- 1) Group Eligibility: A group may join the CCLA if they are an Indiana registered group or the Indiana chapter of a national group that supports the mission statement and agrees to promote it through education of its members.
- 2) A group joins the CCLA by sending notice to the Director of its desire to join CCLA, the group name, the name and contact information of its representative to the CCLA, and the number of individuals in its contact list.
- 3) The Director shall accept or reject the application and notify the Board of his/her decision.
- 4) When accepted by the Director a group's representative becomes a Board member of the CCLA.
- 5) Groups may change their Board member by written notice by email (or other electronic program as the Board may choose) from the group's executive officer to the Executive Secretary of the CCLA.

Article 4: Board meetings:

- 1) Meetings may be called by
 - a) the Director,
 - b) the Board President, or
 - c) by notice of 30% of Board members to the other members, who shall specify the time and manner or place of a meeting. Wherever possible, the calling entity shall give 2 weeks' written notice by email (or other electronic program as the Board may choose) of a meeting.
- 2) All meetings shall offer electronic remote participation to all Board members.
- 3) A quorum to do business shall consist of a majority of all Board members, who when present shall be sufficient to execute all the functions of the Board.
- 4) If at any meeting a quorum is not present, the present members may with two weeks' written notice by email (or other electronic program as the Board may

choose) set another meeting, stating the purpose of the inadequately attended meeting, and at that meeting may conduct all the functions of the Board with whatever Board members shall attend.

- 5) Board members may give their proxy to another Board member with written notice by email (or other electronic program as the Board may choose) to the other Board members, Board President, and Director.
- 6) The Director may solicit and receive the votes of board members on any proposal or initiative by email communication (or other electronic program as the Board may choose), which when assented to by a majority of Board members shall serve as authority to execute said proposal or initiative without formal meeting of the Board.
- 7) The Board President shall serve as chair of meetings of the board.
- 8) The Board president, or any other officer or board member, upon a motion duly seconded, may nominate another member or officer to serve as the chair of the meeting. The board shall then vote to approve the nomination by a simple majority vote.
- 9) The Board President, Board Secretary, and Director shall all be considered voting members of the Board.
- 10) The Executive Secretary may only vote if they are also a board member.

Article 5: Rights of Member Groups:

- 1) Member groups shall have the right to view and use the names of all member groups, the total number of individuals in the contact lists of all the groups combined, plus the total number of individual supporters of CCLA, to promote the mission of the CCLA and its initiatives. *No member group, or CCLA officer shall have a right to the **contact lists or other assets** of another group.*
- 2) Member groups agree that their names and contact lists numbers shall not be used to promote or discourage the positions or issues of another member group(s) without that group'(s) permission.
- 3) Groups may remove themselves from the CCLA by written notice of the Board member to the Director, and thereby surrender that group's Board membership.
- 4) Member groups may share the contact information of other member groups to promote the mission of the CCLA but shall not share the contact information of the Board members or CCLA officers themselves without that Board member's or officer's permission. The CCLA shall not publish the contact information of Board

members or CCLA officers.

- 5) The CCLA will not control or retain member groups' contact lists themselves, or other assets-
- 6) No group shall be compelled by the CCLA or its members to divulge its contact list or other assets to the CCLA.
- 7) The CCLA shall not publish the number of contacts in the contact list of any CCLA member group. No group, Board member, or CCLA officer shall reveal the number of contacts in the contact list of a CCLA member group to anyone outside of the CCLA Board without that member group's written permission. Board members shall keep the number of contacts in the contact list of other groups in confidence even from their own group. A Board member or CCLA officer who divulges the number of contacts in the contact list of another member group without that group's written permission shall be deemed to have resigned their CCLA position.
- 8) Should the Board vote to cease CCLA operations, any net funds of the CCLA shall be donated to the Indiana General Fund or another like-minded group in another state to further the legislative accountability of that state, as it shall see fit. This bylaw may be amended by $\frac{3}{4}$ vote of Board members.