

PROPOSED MSFDA BYLAW CHANGES - 2024

ARTICLE IV

Annual Conference & Membership Meeting

- Section 4.1** The annual conference shall be held ~~during the month of June each year~~ as directed by the Board of Directors. Two days shall be allowed for the transaction of business. The annual membership meeting will be held in conjunction with the annual conference.
- 4.1.1** Unless otherwise directed by the Board of Directors, the annual membership meeting held in conjunction with the annual conference shall be held at a time and place determined by the conference committee, ~~working with the host city.~~
- 4.1.2** Unless otherwise provided by law or these Bylaws, a quorum for a meeting of members is ~~ten (10) percent of the members entitled to vote at the meeting~~ at least five (5) percent of the member department represented.
- Section 4.2** Site. The conference site shall be located at a ~~specific sites on a rotation basis~~ determined by the MSFDA Board of Directors. ~~The rotation shall consist of specific locations and include one (1) open bid year during the rotation. When there is an open date the conference site shall be chosen by a majority vote of the delegates two (2) years in advance. In the event no MSFDA delegate applies to host the next annual conference according to the by-laws deadline, the Board of Directors or the Executive committee of the MSFDA shall attempt to contact potential association members to secure a site for the conference; or host the conference themselves.~~ Member departments may make application to MSFDA to host the annual conference in accordance with Conference Policy, or the MSFDA Board may host the conference themselves.
- ~~Section 4.3 — Qualification. In order to qualify for consideration, a prospective host department must:~~
- ~~4.3.1 — Meet the requirements established by the Board in the Conference Policy.~~

ARTICLE VI

Officers

- Section 6.3** Any officer and the Executive Director, who have access to monies of this Association shall be bonded in such amount as the Board of Directors may require. Such bonds will be paid for by the Association, and the bonds are to be filed with the President ~~and Executive Director.~~
- Section 6.4** The draft minutes of the annual conference shall be made available to all member departments as soon as possible following the conference, in no case later than ~~ninety days (90) after the close of the conference. September 1 of the same year.~~ The Executive Director shall record and submit the minutes to the Secretary/Treasurer for approval and distribution.

ARTICLE X

Ethical Conduct

- Section 10.1** It shall be the obligation of all employees, members and officers to comply with the Articles of Incorporation, ~~and~~ Bylaws of the **Minnesota State Fire Department Association**, ~~MSFDA Policies and Procedures~~ and good moral and ethical conduct.

ARTICLE XIII

Amendments

Section 13.1 The Association shall have full power to alter, amend or revise these Bylaws. Proposed amendments may be initiated by written action of any resolution or proposal signed by at least ten (10) voting member and shall be filed with the Secretary/Treasurer at least 60 days prior to the first day of such annual conference or by the Bylaws Committee. For the purposes of this section and clarity, a voting member is one department. The Secretary/Treasurer shall immediately forward such to the Resolution and Bylaws Committee for review and recommendation. The Board of Directors will approve the method for voting; floor vote at the annual membership meeting, mail, or electronic. The Bylaw Committee along with the Executive Committee shall establish and unanimously approve safeguards required to maintain the integrity of the balloting process prior to initiation of any balloting. The Secretary/Treasurer shall notify all member departments and organizations of such proposal and the Resolution and Bylaws Committee recommendation at least 30 days prior to the first day of such annual conference.

~~These Bylaws shall not be amended except at the annual meeting held in conjunction with the annual conference of this Association and by a majority vote of authorized delegates present and voting.~~

~~Written action of any resolution or proposal seeking the alteration or amendment of these Bylaws must be signed by at least ten (10) voting members and shall be filed with the Secretary/Treasurer at least 60 days prior to the first day of such annual conference if not presented by the Resolution and Bylaws Committee. For the purposes of this section and clarity, a voting member is one department. The Secretary/Treasurer shall immediately forward such to the Resolution and Bylaws Committee for review and recommendation. The Secretary/Treasurer shall notify all member departments and organizations of such proposal and the Resolution and Bylaws Committee recommendation at least 30 days prior to the first day of such annual conference.~~

ARTICLE XIV

Executive Director

Section 14.1 **Executive Director** The association may hire a position ~~an independent contractor~~ to assist with management and advancement of the association mission. The Executive Director's duties will be outlined in the Executive Director Contract but shall include the following:

- Annual Conference Administration
- Membership renewal and administration
- Collection of dues
- General Association Management
- Board of Directors support
- Financial Management

Addendum to Bylaws ARTICLE I Section 1.3 317A.011 Definitions

Remove this section as it is cut/paste from state statute. Having this here could create a conflict since our bylaws specifically refer to state statute. (They could get out of sync and would require a bylaw change every time statute changes)