

BYLAWS OF ALL PARKS ALLIANCE FOR CHANGE

ARTICLE I. OFFICES: CORPORATE SEAL

- Section 1. *Registered Office.* The registered office of All Parks Alliance for Change (hereafter, APAC) shall be set forth in the Articles of Incorporation.
- Section 2. *Corporate Seal.* APAC shall have no corporate seal.

ARTICLE II. PURPOSE

- Section 1. The primary purpose of this organization is educational. This organization will provide an effective voice for manufactured home owners and other park residents to express their needs and concerns in the community. Through action and communication, this organization will serve as a vehicle to promote meaningful social change, to protect their legal rights, and to improve the quality of life in manufactured home parks. This organization will also work to promote the health, safety and welfare of residents and address issues affecting the quality of their housing.

ARTICLE III. SERVICE AREA

- Section 1. APAC conducts its organizing activities throughout the State of Minnesota. APAC chapters may be formed throughout this service area.
- APAC's Board of Directors may establish new chapters or dissolve existing chapters as it deems appropriate. APAC's Board of Directors may approve organizing activities beyond this designated area for special exceptions.

ARTICLE IV. MEMBERSHIP

- Section 1. APAC is a membership organization of manufactured home park residents. APAC membership applies to an entire household and every adult residing in a household is considered a member. Annual membership dues shall be established by the Board. No one shall be excluded from membership because of an inability to pay dues. Membership dues can be paid through equal volunteer hours, by documenting a minimum of two hours of volunteer time on the membership application form.
- Section 2. Voting on all issues at the APAC Annual Meeting is for members only. No proxy vote or absentee votes are allowed
- Section 3. No members shall have a conflict of interest by owning or being employed by a non-resident owned manufactured home park.
- Section 4. At large members are defined as previous manufactured home owners/

residents who retain all membership rights and privileges.

Section 5. Associate members are those who without voting privileges, contribute time and financial assistance to APAC or home owners/residents of manufactured home parks.

ARTICLE V. CHAPTERS

Section 1. APAC is an organization of chapters which are formed from home owners/residents of manufactured park who have attained the required membership levels. A chapter can be formed when 10% of the occupied households in a park are members of APAC, with the following exceptions: parks with 20 or fewer households require two households; parks with more than 100 households require 15 households; and parks with more than 300 households require 20 households. Chapters participate in APAC programs, addressing manufactured home park issues and receive support from APAC staff along with other resources. Members living in the same city but residing in different parks who are not part of an established park chapter may form a city-level chapter to participate in broader APAC issues if there are at least two parks, at least 10 members, and at least one member in each park.

Section 2. The APAC Board has sole authority to form APAC chapters, define chapter boundaries, allocate staff and other resources, and approve fundraising and expenditures. Effective August 2006, all chapters will be required to have a review every two years. Chapters not having the required 10 % status will be considered inactive, with members retaining all rights and privileges.

Section 3. Chapters have the sole authority to make all decisions of a chapter – including the number and titles of steering committee members, local issues and programs. The steering committee shall be comprised of members of their local chapter.

Section 4. Chapters shall operate autonomously in funding and leadership from APAC and non-resident owned manufactured home parks.

ARTICLE VI. THE BOARD

Section 1. The Board shall be composed of representative(s) from each active APAC chapter. These representative(s) shall be elected by and from the Chapter Steering Committee. These elections shall take place annually and the steering committee will provide all member households with a written notice of a chapter steering committee meeting, including the purpose, date, time and location. This notice shall make it clear that all residents of the household who are eligible for membership are invited to attend.

Section 2. The term of office for the APAC Board member shall run concurrently with

the fiscal year of the organization. Renewal for Board Membership will be reviewed annually.

Section 3. The Board shall determine the number of representative(s) per chapter. The total number of APAC Board members shall not exceed twenty at one time.

Section 4. The total number of at-large Board members shall not exceed 50%.

Section 5. Annual Meeting - The annual meeting will be held each year during the month of August at a place that is decided by the Board of Directors. Items affecting the membership will be voted on and approved at the annual meeting, including adopting statewide issue priorities for action to be carried out during the following year. The Executive Board as deemed necessary can change the month.

Section 6. Board Committees – The Board may establish permanent or standing committees as well as temporary or ad-hoc committees to conduct programs and activities. The Board’s standing committees will include finance & fundraising, membership & events, and planning & personnel.

ARTICLE VII. POWERS – THE BOARD

Section 1. The Board shall have general charge and control of the affairs, funds, and property of this organization. This includes, but is not limited to the authority to:

- Choose APAC’s issues, programs and projects.
- Approve the annual budget and overseeing APAC’s finances.
- Hire, evaluate, and, if necessary, terminate the Executive Director.
- Establish organizational policies.
- Develop and monitor APAC’s strategic plan.
- Conduct the annual planning process and develop the Annual Work Plan.
- Create board committees.
- Elect and, if necessary, remove board officers.
- Certify and review the status of parks as APAC chapters.
- Identify bylaws changes and recommend them to the membership.

In addition, Board members have the responsibility to:

- Prepare for each board meeting by reading the board packet and other materials.
- Maintain a current knowledge of APAC’s issues, programs and activities.
- Attend all regular and special board meetings. Participate actively and provide input.
- Notify the president or executive director if you are unable to attend a meeting.

- Serve on at least one committee and actively participate in meetings of the committee.
- Provide a two-way communication link between your park chapter and the APAC board.
- Remain a member in good standing.
- Recruit members in your park and work to maintain your park's chapter status.
- Identify potential park chapters or board members.
- Assist in fundraising activities.
- Attend and participate in APAC events.
- Immediately disclose any conflict of interest and do not participate in related decisions.
- Ensure the prompt investigation of credible reports of mismanagement or inappropriate conduct by board members or employees.

ARTICLE VIII. EXECUTIVE OFFICERS

Section 1. The APAC Board shall elect at its first meeting of the fiscal year five of the Board members to the offices of President, First Vice-President, Second Vice-President, Secretary and Treasurer.

Section 2. The duties of the President shall be as follows:

- Preside at regular and special meetings of the board of directors.
- Develop the agenda for board meetings with the executive director.
- Work closely with the officers and other board members.
- Appoint committee chairs in consultation with the board.
- Chair the planning & personnel committee and, if one is established, the executive committee.
- Maintain weekly contact with the executive director and receive regular updates on the functions, activities and financial health of APAC.
- Serve as a public representative and spokesperson for APAC, including at events.
- Find opportunities throughout the year to have direct communication with members.
- Participate in APAC fundraising efforts, including fundraising events and foundation grant request site visits.
- Serve as a signatory agent for APAC.

Section 3. The duties of the First Vice-President shall be as follows to:

- Chair the membership & events committee and work to fulfill the duties and meet the goals of the committee.
- Take over for the president in case of absence or inability to perform normal duties and succeed to the presidency should the president resign for any reason.

- Assist the President in the performance of his/her duties.
- Perform all other duties which should be properly delegated to the Vice-Presidents from time to time.

Section 4. The duties of the Second Vice-President shall be as follows to:

- Take over for the first vice-president in case of absence or inability to perform normal duties and succeed to the presidency should the president and the first vice-president resign for any reason.
- Assist the president in the performance of his/her duties.
- Perform all other duties which should be properly delegated to the vice-presidents from time to time.

Section 5. The duties of the Secretary shall be as follows to:

- Keep all minutes of the Board, Convention and Executive Committee Meetings.
- Maintain files for these minutes, making them available to any member at any time.
- Read and submit minutes of the previous meeting for approval at each of the above mentioned meetings.
- Perform all other properly delegated duties.

Section 6. The duties of the Treasurer shall be as follows to:

- Ensure that accurate records are kept of all moneys the organization received.
- Maintain regular contact with the executive director and receive regular updates on the financial health of APAC.
- Render to the President, Board, Convention and Executive Officers an account of all his/her transactions as treasurer and to the financial condition of the organization.
- Act as chairperson or co-chairperson of the APAC finance & fundraising committee, and so coordinate all fundraising activities for APAC
- Serve as a signatory agent for APAC.

Section 7. Impeachment - Any board member or officer who violates the bylaws or policies of APAC, that have been stated before as last amended and approved by the membership, in such a way as can be deemed detrimental to the organization as a whole, can be impeached by the APAC board of directors.

Section 8. Compensation - Elected Officers shall not receive compensation for their services as officers. Board members may be reimbursed mileage for travel to and from APAC functions, with the approval of the Treasurer and if funds are available, at a mileage rate determined by the Board.

Section 9. Executive Board - The Executive Officers may call a special meeting between Board meetings to carry out any necessary Board business.

ARTICLE IX. RULES OF ORDER

Section 1. 30% of Board members, in good standing, constitutes a quorum and must be present at any Board meetings before voting or business can take place.

Section 2. Resignation of Board members or Executive Officers should be by written notice to the Secretary or President of APAC, with resignation effective immediately thereafter. The Board may hold a special election to fill the vacated seat of Second Vice-President, Secretary, or Treasurer.

Section 3. The meetings and proceedings of APAC shall be regulated and controlled according to Robert's Rules of Orders (as revised) for parliamentary procedure. In cases where these bylaws and Robert's Rules conflict, APAC bylaws will prevail.

ARTICLE X. BOOKS AND RECORDS: FISCAL YEAR

Section 1. The Board of APAC shall cause to be kept at the registered office of APAC, originals or copies of the following:

- A membership register, giving the names and addresses of members.
- Records of all proceedings of Board members and officers.
- A complete accounting record of the membership dues, billings, and payments.
- Bylaws of the organization and all amendments thereto, policies, and procedures.
- The fiscal year shall be the calendar year.

Section 2. Disbursement of Funds - The Executive Officers and the Executive Director shall have the authority to disburse funds as ordered by the Board. Any disbursement shall require two signatures.

ARTICLE XI. ENDORSEMENTS

APAC will not publicly endorse programs or positions of any organization or individuals except in cases where APAC is working on the same or similar issue.

ARTICLE XII. NON-DISCRIMINATION

The terms and conditions of the bylaws will be applied equally to all citizens of the State of Minnesota, without discrimination on the basis of race, color,

creed, national origin, sex, age, religion, sexual orientation, mental or physical ability, political affiliation, marital status, status in regard to public assistance, veteran status, or ex-offender status, in compliance with all federal, state and local laws.

ARTICLE XIII. AMENDMENTS

These bylaws may be amended by the APAC membership, provided that thirty days notice of a motion is given and that two-thirds (2/3) of the voting APAC members present at the announced APAC annual membership meeting(s) vote in favor of the proposed amendments.

ARTICLE XIV. SEVERABILITY

If the application of any provision of bylaws to a situation is finally determined by a court of competent jurisdiction to be invalid, such determination shall not affect the validity of any other provisions of these bylaws which can be given effect without application of the provision determined to be invalid as applied. To this end the provision of all articles, sections, subsections or subdivisions herein and the various applications thereof are declared to be severable.