

People First of Nebraska, Inc. Bylaws

Article 1: Name, Territory, and Description

Section 1. The name of the corporation is People First of Nebraska, Inc. (PFN) The Corporation will have and always keep in the State of Nebraska a registered office and a registered agent as required by the Nebraska non-Profit Corporation Act. The registered office in the State of Nebraska, and the address of the registered agent and office may be changed from time to time by the Board of Directors.

Section 2. The corporation shall conduct its activities throughout the State of Nebraska.

Section 3. The corporation shall be statewide and made up of local PFN self-advocacy chapters. One elected chapter member from each local chapter will be on the Board of Directors. The corporation shall be directed by Board of Directors.

Article 2: Purpose

It is the mission of People First Nebraska Inc. (PFN) to empower, train and promote advocacy so that PFN and all people with disabilities are able to speak for ourselves. PFN acknowledge our rights and responsibilities, we are respected valued members of the community. By supporting local chapters we become a bigger, better and stronger organization as a whole.

Article 3: Membership

Section 1. The membership of People First of Nebraska, Inc. shall be people with and without disabilities who believe in the purpose of the corporation. Voting members shall be people who have a disability as defined by the Americans with Disabilities Act. Nonvoting members shall be people without disabilities. The Executive Committee will be made up of people with disabilities that are members in good standing and selected by the membership in good standing at the annual meeting.

Section 2. The categories of membership shall be:

Voting Members

Nonvoting Members

Corporate Members (non-voting)

These categories shall be as defined by the Board of Directors.

Section 3. Members in good standing of PFN shall be those who are in good standing with their local People First chapter. Individuals that do not have a local chapter in their area may join PFN directly and be considered a member in good standing by paying annual dues as determined by the Board of Directors.

Section 4. Voting members in good standing shall have the right to vote for officers: this is the president, vice president, secretary, treasurer and Sergeant at arms. Members may remain active in People First of Nebraska, Inc. by renewing their membership at least once every year prior to the convention. Members who do not renew their membership will be considered inactive and will be dropped from the membership role. Any active member on the membership role who also belongs to a local chapter will be eligible to hold office and

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vote on all business and questions at the annual business meeting. If a local chapter does not participate in PFN then members will not be considered members in good standing. Each local chapter must participate in Board activities.

Section 5. The Chair will form a nominating Committee at the Spring Board Meeting. The individuals on this committee will be people not interested in running for the positions open. Nomination for each position will be done by submitting all the required documents in the nominating packet that will be sent to each chapter from PFN staff person. The individual nominated must agree to be nominated and must have support from the chapter to carry out the duties of the office. The completed packet is then returned to staff and then distributed to the nominating committee. Only those nomination packets that are complete and sent by the due date will be accepted. The nominating committee will narrow list of nominees down to 3 most qualified candidates, based on review of submitted materials. The slate of officers will be sent to chapters at least 30 days prior to the conference.

Section 6. Elections will be conducted at the annual conference. All chapters must submit to the PFN support staff a list of members in good standing in their chapter at least 30 days prior to the election day. All candidates will be given the same amount of time to introduce themselves at the annual meeting, then the meeting will be dismissed for lunch. All Voting Members will vote over the lunch period and turn in ballots at the designated location. Ballots will be counted; in the event of a tie there will be a coin toss by individual with no connection to PFN. The winners will be announced at the annual Awards Banquet.

Section 7. Control of this corporation will rest with the Board of Directors and/or the membership. Any action of the officers or Board of Directors will, be subject to review by the membership at the annual **business** meeting, or at a special meeting called for that purpose. An action of the officers or Board of Directors will be undone by 70% member vote of the active members present, (present can mean in person, conference call, video conferencing, or other electronic conferencing) provided a quorum exists.

Section 8. Any member whose actions are against the interest of People First of Nebraska, Inc. may be removed by the Board of Directors after a review of the complaint and by a 70% majority vote provided a quorum exists.

Section 9. No member shall make representations to any public official or body, or speak or write publicly in the name of People First of Nebraska, Inc. without the written approval of the Board unless directed or assigned by the Board. Approval must be in writing and signed by three (3) Board members. Statements made by members must be based on principles and beliefs already approved by People First of Nebraska, Inc., and/or the Board of Directors.

Section 10. General membership meetings will be held at the annual convention.

Section 11. 15 days prior to the convention each Chapter Advisor will submit a list of all members in good standing to the Secretary and or Staff person. When a member registers at

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the conference he/she must receive voting card. The appearance of the card will be determined by the Board

Section 12. Quorum will be 50% +1 of those members in good standing present at the meeting.

Article 4: Board of Directors

Section 1. Control of this corporation will rest with the Board of Directors and/or the membership. Any action of the officers or Board of Directors will, be subject to review by the membership at the annual business meeting, or at a special meeting called for that purpose. An action of the officers or Board of Directors will be undone by 70% member vote of the active members present, (present can mean in person, conference call, video conferencing, or other electronic conferencing) provided a quorum exists. The affairs of People First of Nebraska, Inc. shall be managed by a Board of Directors, which shall control the assets of the corporation and determine its policies with the assistance of committees.

Section 2. The Board of Directors shall consist of an active representative from each local chapter of People First of Nebraska, Inc.

- A. To be considered a chapter, a local group must meet the following criteria:
- (1). Willingness to receive support to the chapter and to learn about self-advocacy (from the local chapter advisor, the State Advisor, and the Self-Advocacy Organizer);
 - (2). Sign of a commitment to People First and self-advocacy;
 - (3). Hold meetings on a monthly basis;
 - (4). Having elected officers; and,
 - (5). A commitment to learning about self-advocacy and act on issues they see,
 - (6) Chapters should not combine monthly meeting with organizational meetings,
 - (7) All chapters must have President, Vice President, Secretary, Treasurer, Sergeant of Arms.
 - (8) Each chapter will determine their own Board Representative prior to annual meeting. A Chapter must notify Secretary and or Staff Person 15 days prior to meeting of their Representatives name and contact information.
- B. Local groups that do not meet the chapter criteria may apply to the People First of Nebraska, Inc. Board of Directors for affiliate status. An affiliate may meet one or more of the chapter criteria but falls short of meeting all the chapter criteria.

Members of the board shall include four elected officers, elected representatives from local chapters. Each local chapter will elect one person from their local member unit to be a representative on the Board.

Section 3. Each Board member shall be elected for a three-year term. Elections of the Board shall be staggered. The position of President, Treasurer and Sergeant at Arms shall be elected in October, 2014 at the Annual Convention and the position of Vice President and Secretary shall be held the next year. The officers will be selected by a vote of members in

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good standing. All directors of the corporation shall remain in office until their successors are respectively elected by their chapters. No person shall be eligible to serve more than two consecutive three year terms as a director

Section 4. The Board of Directors shall meet at least four times a year (quarterly). The time and place of the meeting shall be designated by the Board members; and the annual business meeting shall serve as the one of the four meetings. A quorum, consisting of 60% of the local chapter representatives will conduct the general business of the Board.

Section 5. Special meetings of the Board of Directors may be called by or at the request of the president or any two (2) Directors. The person or persons authorized to call special meetings of the Board may fix any place as the place for holding any special meeting of the Board called by them.

Section 6: No outside organization or association can have authority over any local chapter. All chapter members must have complete and total control of their local chapter.

Section 7. No member of the Board of Directors may receive money or gifts for serving as a Board member. Board members may be reimbursed for travel expenses to one Board meeting (excluding the annual meeting) per year at the discretion of the Board.

Section 8. If anyone finds it necessary to resign from the Board shall notify the President of People First of Nebraska, Inc and staff in writing distributed to all Board Members: The local chapter of the residing Board member shall nominate a new candidate to complete the unexpired term.

Section 9. The Board shall reserve the right to remove any Board member whose actions are against the principles or interests of People First of Nebraska, Inc. following a thorough review of the accusations. An individual's membership on the Board of Directors may be terminated if a member fails to attend two successive meetings of the Board of Directors without adequate cause. Adequate cause is defined to include illness of the individual or an immediate member of the individual's family, attendance at a funeral, or any other event acceptable to a majority of the votes cast prior to a special meeting of the Board of Directors which was called for the removal of member of the Board. Written notice of the intent to remove a member of the Board of Directors for failure to attend two successive meetings will be mailed to the member who is to be removed {10} working days before the meeting of the Board of Directors at which the action is to be taken.

Article 5: Duties Of officers

Section 1. The Executive Committee shall consist of a President, Vice-President, Secretary, Treasurer, and Sergeant at Arms. A representative on the People First of Nebraska, Inc. board should have at least one-year experience with People First of Nebraska, Inc. before running for the Executive Committee / Officer's position. No officer shall serve more than two consecutive terms in the same position. A term shall be one election period.

Section 2. The President shall:

- A. Be the Chairperson of the Board. and lead all meetings of the Board. of Directors..

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- B. Ability and availability to communicate (e-mail, mail, telephone, personal contact) and network with other members in their own region and wherever else necessary or requested.
 - C. Ability to get support to do the things they have difficulty with (reading, writing, traveling, etc.)
 - D. Ability to work with others cooperatively
 - E. Ability to get along with people
 - F. Have the support of people in their area
 - G. Good character...honest, truthful
 - H. Ability to travel (with or without assistance) and follow through on commitments
 - I. Ability to get time off to come to meetings
 - J. Ability to express (communicate) yourself in one way or another
 - K. Ability to get things done
 - L. Ability and willingness to follow the bylaws
 - M. Willingness to work to get funding for individual travel expenses and board expenses
 - N. Willingness to participate in long meetings
 - O. Ability to have fun
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- P. He or she shall appoint the chairpersons of all committees with the approval of the Board, and may appoint special committees as required
 - Q. Perform the duties usually associated with the office of President.
 - R. The President may sign all legal documents of the corporation except where the signing has been delegated to another board member.
 - S. May invite Past President to attend meetings as non-voting member

Section 3. The Vice president shall:

- A. Succeed to the presidency in case of a vacancy in that office,
- B. Perform the duties of the president in his or her absence..
- C. He or she shall be responsible for any duties that may be assigned to him: or her by the president or Board of Directors.

Section 4. The Secretary shall:

- A. Handle the correspondence of People First of Nebraska, Inc.,
- B. Maintain a record of all proceedings of all meetings of the general membership and the Board of Directors.

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C. Maintain all records(except financial records) of People First of Nebraska, Inc.

Section 5. The Treasurer shall:

- A. Receive all monies of People First of Nebraska, Inc
- B. Maintain a complete and accurate account of all funds received and disbursed
- C. Deposit and disburse all such funds.
- D. All checks against People First of Nebraska, Inc.'s account must be signed by two individuals. One signatory will be the Treasurer or one other Board Member selected by the Board, and the second signatory will be either of the two State Advisors selected by the Board.
- E. Present an annual report to the membership listing all receipts and disbursements made during the fiscal year and Board Meetings.

Section 6. Sergeant of Arms shall:

- A. Assist the President in keeping order of the meeting
- B. Keep the meeting focused on the agenda and on time
- C. Assist by helping hand out any materials needed during the meetings
- D. Anything else that the President may need to keep the meeting going smoothly.

Section 7. The duties of the local chapter Board representatives shall be:

- A. Develop contacts within your chapter area
- B. Take information back and share it with your chapter
- C. Communicate with the other representatives and advocacy organizations within your chapter area
- D. Actively and appropriately participate at local chapter meetings, Board meetings and committee meetings, and People First of Nebraska, Inc. activities.

Each of the officer & Board Representatives positions shall have the support needed to fulfill the duties of their position.

Article 6: Committees

Section 1. Standing Committees

There shall be: Executive Committee, Public Relations, Membership Committees, Convention Committee and the Legislation Committee. The Board of Directors may establish other committees, both standing and temporary, as needed to complete the work of the corporation.

Section 2. Executive Committee

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The Executive Committee shall consist of the Board officers (President, Vice President, Secretary, Treasurer and Sergeant at Arms) of the corporation and shall be empowered to conduct business and manage affairs between board meetings.

- A. Any decisions made by the Executive Committee will be brought before the full Board for a vote of support.

Section 3. Legislation Committee

The Legislation Committee shall monitor and give input on legislation, legal issues, and regulations affecting people with disabilities.

Section 4. Membership Committee

All board members are expected to develop and promote membership in the local chapters and the state chapter.

Section 5. Public Relations (PR) Committee

The PR committee will be made up of Board members and Advisors to produce Newsletters, Facebook, brochures and other written material to represent People First of Nebraska, Inc.

Section 6. Conference Committee

The role of the Conference Committee will be to oversee the planning of the Annual Conference, to insure meals, registration, agenda, hotel plus any other related items are addressed.

Article 7: Finances

Section 1. Fiscal Year

The fiscal year of the corporation shall begin on October 1 and end on September 30.

Section 2. Funds

All funds received by the corporation shall be credited to People First of Nebraska, Inc. and deposited in accounts designated by the Board of Directors. All checks drawn by the corporation shall be signed by two individuals, the treasurer and one other Board Member or a State Advisor.

Section 3. Accounting All funds and expenditures shall be accounted for according to appropriate accounting procedures and shall be supervised by the treasurer

Article 8: State Advisors

Advisors are non-voting members of People First of Nebraska, Inc. appointed by the Executive Committee and approved by the full Board, who are willing to actively support the goals of People First of Nebraska, Inc. and to assist the Board of Directors. Advisors and helpers for People First of Nebraska, Inc. should assist members in understanding presented information and materials whether written or verbal without taking over the responsibilities of the board. There will never be more than 4 State Advisors.

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Article 9: Chapter Advisors

Each local chapter shall have at least one advisor which is a non-voting member of People First.. It is the responsibility of the advisor to provide support to the members of the local chapters as well as the Board Representative from the chapter without taking over the responsibilities of the members. The advisor must provide needed documentation outlined in these by laws to the Secretary and or Staff Person.

Article 10 Staff Person

The Staff Person shall do all items listed in job description and any additional duties as directed by the Board of Directors. The Staff person shall be hired & Supervised by the Board of Directors.

Article 11: Amendment of Bylaws

The bylaws may be amended at the Board of Directors meetings by a 70% majority of members present, provided written notice of the proposed changes has been sent to all Chapter representatives at least 30 days prior to the meeting.

Article 12: Books and Records

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its meetings, Board of Directors, Executive Committee Meetings and shall keep as the registered or principal office a record giving the names and addresses of the members entitled to vote: All books and records of corporation may be inspected by any member, or his agent or attorney for any proper purpose at any reasonable time.

Article 13: Waiver of Notice

Whenever any notice is required to be given under the provisions of the Nebraska Non-Profit corporation Act or under the provisions of the Articles of incorporation or the By-Laws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Adopted by the Membership of People First Nebraska, Inc. on October 12, 2014

Changes to Article 5, Section 5.D. adopted by the Membership of People First Nebraska, Inc. on October 17, 2015