



## **Madison-Kanifing Sister City**

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### **BY-LAWS OF THE MADISON-KANIFING SISTER CITY COMMITTEE**

(Enacted in Madison, Wisconsin on May 4, 2016)

#### **ARTICLE I: ORGANIZATION**

- 1.1 The name of the organization shall be Madison-Kanifing Sister City.
- 1.2 The organization may by provisions of these by-laws, vote to change its name.
- 1.3 The fiscal year of the organization shall be January 1 through December 31.
- 1.4 The organization shall be a non-profit organization.

#### **ARTICLE II: PURPOSE**

- 2.1 The organization shall serve as a forum to build, develop, and sustain strong global relations, deeper understanding, partnerships, and exchanges between the citizens of the City of Madison and Kanifing municipality.
- 2.2 The organization shall provide services that will culturally enrich the lives of citizens in both cities and empower individuals and communities to conduct short and long term projects and initiatives for the mutual benefit of all.
- 2.3 The organization shall serve as a community resource that will foster collaboration, mutual learning, respect, and humanitarian support while building on the legacy of promoting Madison as a vibrant global city.
- 2.4 The organization shall provide services that will promote and encourage the collective social, educational, and economic welfare of the citizens of both Madison and KMC.

### **ARTICLE III: MEMBERSHIP**

3.1 Application for voting membership shall be open to any current resident of the State of Wisconsin that supports the purpose statements in **Article II**.

3.2 No person shall be discriminated from membership on the basis of race, gender, sexual orientation, ethnicity, religion or nationality.

3.3 Membership shall be granted after completion and receipt of a membership application and annual dues.

3.4 All memberships shall be granted upon a majority vote of the board.

3.5 The amount required for annual dues for board of directors shall be \$80 each year, and the amount required for annual dues for general membership shall be \$30 each year, unless changed by a majority vote of the board of directors. Continued membership is contingent upon being up-to-date on membership dues.

3.6 Honorary non-voting membership shall be granted to any person, organization or institution subscribing to the objectives and purpose statements in **Article II**, and by donating any amount to the organization.

3.7 Annual membership dues shall be paid at the beginning of the organization's fiscal year. Membership dues already paid are not refundable.

3.8 Memberships benefits: The privilege to (i) vote and (ii) be voted for, (iii) nomination of other members for board membership, and (iv) access to newsletters and other reports.

3.9 Any member may resign by filing a written resignation with the secretary or notice to the chair.

3.10 A board member can have their membership terminated by a majority vote of the membership/board due to excess absences, more than three unexcused absences from board meetings in a year.

3.11 Any member can have their membership terminated by a majority vote of the members in good standing present at any annual meeting or special meeting called for the purpose, if the member in question has engaged in acts of conduct detrimental to the purposes, objectives, programs or activities of the organization.

### **ARTICLE IV: MEETINGS**

4.1 Regular meetings of the board shall be held on the 1st Saturday of each month, at a time and place designated by the chair.

4.2 An annual meeting of the members shall take place in the month of November, the specific date, time and location of which will be designated by the chair. At the annual meeting the members shall elect board of directors, receive reports on the activities of the organization, and determine the direction of the organization for the coming year.

4.3 Special meetings may be called by the chair, or a simple majority of the board of directors.

4.4 Notice of each meeting shall be communicated to each member by email or group text (Viber), not less than 5 days prior to the meeting.

4.5 The presence of not less than fifty percent (50%) of the members at any properly announced meeting shall constitute a quorum to conduct the business of the organization.

4.6 All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

## **ARTICLE V: BOARD OF DIRECTORS**

5.1 The board is responsible for the overall policy and direction of the organization, and delegates responsibility of day-to-day operations to committees. The board shall have up to 13, but not fewer than 8 members. The board receives no compensation.

5.2 All board members shall serve two-year terms, but are eligible for membership for up to five consecutive terms.

5.3 When a vacancy on the board exists mid-term, the secretary must seek nominations/applications for new members. These vacancies will be filled only to the end of the particular board member's term.

5.4 There shall be four officers of the board, consisting of a chair, vice-chair, secretary, and treasurer.

## **ARTICLE VI: EXECUTIVE OFFICERS**

6.1 The following executive officers of the organization shall be elected from among the membership of the board by the Board of Directors:

6.1.1 Chair

6.1.2 Vice-Chair

6.1.3 Secretary

6.1.4 Treasurer

6.2 The Chair shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: vice-chair, secretary, treasurer.

6.3 The Vice-Chair shall in the event of the absence of the chair, assume all duties and functions of the chair.

6.4 The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing minutes and agenda, and assuring that records are maintained.

6.5 The Treasurer shall make a report at each board meeting. The treasurer shall assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public if necessary.

## **ARTICLE VII: COMMITTEES**

### EXECUTIVE COMMITTEE

7.1 The four officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Organization and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board.

#### PLANNING COMMITTEE

7.2 Committee will be responsible for planning, development, coordination, and evaluation of the committee's projects and programs.

7.3 Strategically engage our local partners to identify areas of collaboration and explore potential opportunities that positively impact the committee.

7.4 Coordinates with the Secretary to design and document an annual schedule for the committee's events and programs.

7.5 Develop, in consultation/collaboration with the Sister City Committee, short and long-term strategic plans for MKSC committee.

#### Madison-Kanifing Liaison COMMITTEE

7.6 Works closely with our international partners/stakeholders to research/study/identify needs and strategic areas of collaboration.

7.7 Develop a framework to coordinate successful program implementation.

7.8 Develop clearly defined milestones, and implement a system to evaluate and continuously monitor the progress of all international projects/programs.

7.9 Advise the MKSC committee on potential travel advisories to the regions of our operations.

#### OUTREACH COMMITTEE

7.10 Committee shall coordinate and disseminate information such as brochures and other promotional materials about the MKSC committee and its activities to the general public.

7.11 Support volunteer awareness campaigns as needed.

7.12 Identify methods and assist in maintaining regular contact with the public.

7.13 Provide insight and advice in areas of public relations and communication.

#### TECHNOLOGY COMMITTEE

7.14 Provide guidance, feedback, and direction on technology related matters.

7.15 Design, develop, and maintain a functional website for the committee.

7.16 Maintain and promote committee's web presence through social media applications.

