

# DEPRECATED

This document is being ported to markdown in git. Expect this document to be removed in 1-2 weeks when the board approves a final move. the new link is <https://github.com/appletonmakerspace/orgdocs/blob/master/bylaws.md>

## DHMN Bylaws

### ARTICLE I — NAME AND PURPOSE

#### Section 1 - Name

The name of the organization shall be Distributed Hacker/Maker Network, a.k.a. DHMN, and it shall be a nonprofit organization incorporated under the laws of the State of Wisconsin.

#### Section 2 - Purpose

The organization is organized exclusively for charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The primary purpose of DHMN is to empower and ensure the survival of the thriving community that currently meets in two contexts - the brick and mortar building currently located at 120 N. Morrison Street in Appleton, Wisconsin and the virtual members that participate on the group's mailing list, website, and social media outlets. DHMN's physical location is called "The Appleton Makerspace, powered by DHMN". The Appleton Makerspace is a community workshop with a health-club membership model. We are a cross of machine shop, electronics manufacturer, programmers co-op and art studio, but with mentors, classes and personal project space.

In addition to exploring the benefits of productivity through volunteer collaboration, the DHMN's primary objectives are to create, educate, share and learn. DHMN wishes to be a good neighbor to all hackers and makers by collaborating with and encouraging makerspaces around the world, whether they are long-existing organizations or emerging groups.

#### Section 3 - Scope

These bylaws consider DHMN (the organization) and “The Appleton Makerspace powered by DHMN” to be one organization.

## ARTICLE II — Members

### Section 1 - Eligibility

#### Section 1.1 - Membership

~~Regular m~~Members must have two signatures from members on a completed membership application and be current on their DHMN dues payment ~~(or be determined by the board to be in a currently valid makership).~~

~~Limited members must be current on their DHMN dues payments.~~

#### Section 1.2 - Officers

A member is eligible for an Officer position if they have remained an active Regular member for at least 3 consecutive months preceding the election.

##### Section 1.2.1 Officer Positions

1. President
2. Vice President (see note in Article II, Section 2.2.4)
3. Treasurer
4. Secretary
5. Chief Technology Officer
6. Community Liaison

#### Section 1.3 - General Public (non-voting participant)

Any member of the general public may participate in DHMN events and meetings that have been designated for public participation, ~~but they may not vote at organizational meetings.~~

### Section 2 – Rights and Responsibilities of Members

#### Section 2.1 - ~~Regular Members and Limited~~ Members

~~The DHMN consists of two types of members: Regular members and Limited members.~~

~~Regular members pay higher monthly dues for unlimited access to DHMN's physical space.~~

~~Limited members who are current in their dues shall have access to the DHMN's space when a~~

~~Regular member is at the space.~~

The DHMN also recognizes the rights of ~~Regular and Limited~~ members to vote in all elections opened to members. The DHMN requires members to pay monthly dues. Members must also follow all rules ~~pertaining to the Appleton Makerspace~~ (See Article IV, Section 2).

## **Section 2.2 - Makerships (“Sweat Equity” members)**

The board may choose to allow certain people to hold the privileges of membership without paying the the full fee amounts typically associated with membership. This is typically due to a service being performed by that person which is deemed as vital to the functioning of the organization, sometimes in combination with some sort of financial need that prevents them from paying the full membership amount. These members may still provide freewill offerings to the organization if they are able. The board votes on the term length of the makership recipient, and can vote to revoke makerships based on the behavior of the recipient(s) or the financial needs of the organization.

## **Section 2.3 - DHMN Officers**

Officers of the DHMN shall be selected by a vote of Regular and Limited members. Board officers may also lead a committee which fulfills the duties of the office.

An absent officer **must** designate their official representative, following the order of succession, i.e. President, VP, Treasurer, Secretary, C.T.O., Community Liaison, **Facilities Manager**. **Any member may be temporarily promoted to the status of officer’s representative, provided that this is done prior to the start of the organizational meeting in question.**

### **Section 2.3.1 - President**

The President’s responsibilities shall be:

- The official representative of the DHMN organization
- Create referendums to keep the DHMN organization relevant and solvent
- Create referendums for the DHMN campaigns and general policy
- Can sign binding DHMN contracts and legal documents if approved by a referendum
- Delegate duties at their discretion
- Perform all actions assigned to them by referendums
- Preside over official meetings
- Appoint members in needed official roles until the next meeting, where the appointment will be held for a vote.

### **Section 2.3.2 - Secretary**

The Secretary shall be responsible for keeping records of the DHMN meetings, including sending out meeting announcements, and assuring that the DHMN official records are maintained. Coordinate the addition of content to the main DHMN website (while Community Liaison coordinates DHMN website updates such as event info, press releases and typical PR materials).

### **Section 2.3.3 - Treasurer**

The Treasurer shall have custody of, and be held accountable for, all funds and assets of the DHMN, receive and give receipts for all monetary transactions of the DHMN, maintain records of all transactions, and deposit all such monies in the name of the DHMN. The treasurer shall publish a monthly and annual financial report. Any transaction larger than 10% of monthly revenue shall require a board vote.

### **Section 2.3.4 - Vice-President (Inactive)**

Traditional role is to supplement the role and duties of the President, ~~but is not necessary for DHMN. However, we would consider activating this position in order to fulfill 501c3 Non-profit organization requirements.~~

### **Section 2.3.5 - Chief Technology Officer**

The Chief Technology Officer shall be the arbiter of official direction when a conflict in technological methods arises (e.g. the case of conflicting wifi access points set up during an official function).

The Chief Technology Officer shall oversee the registration/administration of group-controlled resources and maintain a list of resources already established by other members, that they may be contacted in the event of issues.

### **Section 2.3.6 - Community Liaison**

Responsible for official communications outside of the DHMN (i.e. press inquiries, Twitter, calendar updates, website updates, Facebook, answer calls) ~~in a supplementary capacity to the community representation that the President performs. The community liaison also is the de facto lead for member events, new member initiatives, and welcoming new members.~~

### **Section 2.3.7 - Facilities Manager**

~~Determines acceptance or denial of donated materials such as furniture or equipment (up to a threshold that has yet to be determined). Of the community material available to the makerspace, nothing comes in or goes out of the space without the approval of the Facilities Manager. This position can be given to a person who also fulfills another officer position (such as Vice President), if it is determined to be prudent. This position is filled by the appointment of the President.~~

### **Section 2.3.7 - Makerspace Incubation Encouragement Specialist.**

~~Provides help and support in the form of "official" visits and communication of advice to other makerspaces who request guidance in the creation and implementation of their own makerspaces. Disbursement of any funds or items to an external organization would require unanimous approval by the board. This position can be filled by the appointment of the President, but may be left vacant. Individual members are free to communicate with and provide encouragement to other makerspaces and similar organizations, but their advice should~~

not be considered to represent the organization unless they hold this position.

## Section 3 - Resignation and Expulsion

### Section 3.1 - Regular and Limited Members

Regular and Limited members may be expelled from the DHMN by proposal and vote of the DHMN board of officers if the members fail to observe the member responsibilities as defined in writing by the board or are behaving with disregard to the principles of (See Article III, Section 2).

A member may be abruptly terminated without warning if they commit a criminal act upon person or property while on the DHMN's premises or at the DHMN's functions.

### Section 3.2 - Board Members

A member may submit a proposal to cast a re-vote for one or more given officer positions during the elected officers' terms. If this proposal is struck down by the Board of Directors, a petition signed by one fourth of current members will overturn this decision and invoke a public election for the given board positions.

### Section 3.3 - Inactivity

A member is deemed inactive if he or she fails to pay their dues on time and shall forfeit membership after three consecutive months of dues non-payment. A member with less than three consecutive dues non-payment will be reinstated to active status upon payment of owed dues.

## ARTICLE III – Organizational Meetings and Voting

### Section 1 - Organizational Meetings

Organizational meetings are run typically on a monthly basis. The meetings function on a loose approximation of Robert's Rules of Order. The member currently serving as President typically runs these organizational meetings. Typically, a member at each meeting is given the role of parliamentarian and has the right to settle questions of meeting procedure in case of dispute. Most organizational decisions are made at the organizational meeting level, including the creation of smaller committees that are given the power to make smaller decisions outside the bounds of the organizational meetings within a specifically defined mandate by the larger organization.

### Section 2 - Board Referendums

Larger organizational decisions (such as the granting of makerships, expulsion of members, and dissolution of the organization) are given “board referendum status”.

The person currently serving as President has the ability to determine which issues qualify as significant enough to be considered Board Referendum questions.

Board referendums must be submitted to a board member for sponsorship. If sponsored, a proposal must be made publicly available for review, with members being sent a link to or copy of the proposal via the DHMN mailing list, for no less than three days before the proposal may be voted on (usually at the monthly organizational meeting). Proposals shall be voted upon by the board of directors. The methods for determining the result of proposal vote are as follows:

1. A quorum for board meetings shall be three board members participating (in person or remotely) in the meeting.
2. Majority of “Yea” votes will cause vote to pass.
3. A proposal vote can only be re-proposed once. A second vote resulting in a majority of “Nay” will cause a proposal to permanently fail.
4. In the event of a tie vote, the proposal fails.
5. The President may vote and may sponsor proposals.

The Secretary will keep a record of which decisions are made using the “Board Referendum vote” by specifically noting them as a “Board Referendum Vote”. This record keeping shall begin at the time that this rule was put into practice (date here).

In the case of a tie vote by the board, the result of a popular vote of all current members in good standing will serve as the tiebreaker.

## Section 2 - Board of Directors

The Board of Directors, a.k.a. board, a.k.a. board of officers, is defined as all current elected officers of the DHMN.

## Section 3 - Elections for the Officers:

Elections shall occur annually at dates determined by the sitting Officers and shall be open to all active members and be communicated via the DHMN mailing list. Each voter shall vote “Yea” or “Nay” for each candidate. The candidate with the most “Yea” votes is elected. Tie votes shall require a run-off vote. When the election results are confirmed and announced, the Officer seats are vacated and assumed by the newly elected members.

## Article IV - The Appleton Makerspace (powered by DHMN) and Facility-Specific Rules.

### Section 1 – The Appleton Makerspace (powered by DHMN)

The Appleton Makerspace (powered by DHMN) is the current physical location of the DHMN.

### Section 2 – Additional Makerspace Rules

The Appleton Makerspace (powered by DHMN) has additional rules governing the makerspace not contained in this document. Those rules are located at [location]. Procedures for updating the additional makerspace rules are contained in that document.

## Article V – Revisions to These Bylaws

### Section 1 – Revisions

Proposed revisions must be submitted to the Secretary to be sent out with regular board announcements. These bylaws may only be changed by a unanimous decision by the sitting board of directors.

## Article VI – Dissolution of the Organization

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.