Original from Bylaws of Makers Local 256 <https://256.makerslocal.org/wiki/Bylaws>

# ARTICLE I — NAME AND PURPOSE

## Section 1 - Name

The name of the organization shall be. Distributed Hacker/Maker Network (DHMN) shall be a nonprofit organization incorporated under the laws of the State of Wisconsin.

## Section 2 - Purpose

DHMN is organized exclusively for charitable, scientific and education purposes. In addition to exploring the benefits of productivity through volunteer collaboration, the organization’s primary objectives are to create, educate, and learn.

# ARTICLE II — Members

## Section 1 - Eligibility

### **Section 1.1 - Regular Members**

Official DHMN members must:

1.1.1 Have two signatures from members on a completed membership application.

1.1.2 Be current on their DHMN dues payment.

### **Section 1.2 - Officers**

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

#### **Section 1.2.1 Officer Positions**

1. President
2. Vice President
3. Treasurer
4. Secretary
5. Chief Technology Officer
6. Community Liaison
   1. Communication - twitter, calendar updates, site updates, facebook, answer calls (Mike P)
   2. Personal Networking (L-Dron)

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

Any member of the general public may participate in DHMN events and meetings.

## Section 2 – Rights and Responsibilities of Members

### **Section 2.1 - Regular Members**

Every member is a virtual member: active participation makes them a member. Physical members are a subset of the virtual members; they are more about managing the physical space.

The organization recognizes the rights of all members to have unattended access to the organization’s space. The organization also recognizes the rights of members to vote in all elections opened to regular members. The organization requires members to pay monthly dues. Members must also follow all rules set by the board pertaining to the organization’s facilities.

(Defn of “Active Participation)

+Tim Bertram - “two documented "makes" on the website would be active”

+Mark Nickel - “creation of content: articles, reposts onto the DHMN website, etc”

+Bob Watson - working on an interesting project.

Officers can/will determine the definition of “Active Participation”, “Event”, “Member Definition” in the case of any disputes.

### **Section 2.2 - DHMN Officers**

Officers of DHMN shall be selected by regular members and consist of willing board members. Board officers may also lead a committee which fulfills the duties of the office.

An absent officer designates their official representative, following the order of succession, i.e. President, VP, Treasurer, Secretary, C.T.O., Community Liaison.

#### **Section 2.2.1 - President**

The President shall be responsible for leading general meetings.

* The official representative of the DHMN organization
* Create referendums to keep the DHMN organization relevant and solvent
* Create referendums for DHMN campaigns and general policy
* Can sign binding DHMN contracts and legal documents if approved by a referendum
* May 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 2.2.2 - Secretary**

The Secretary shall be responsible for keeping records of DHMN meetings, including sending out meeting announcements, and assuring that DHMN official records are maintained. Coordinate the addition of content to the main DHMN website.

#### **Section 2.2.3 - Treasurer**

The Treasurer shall have custody of, and be held accountable for, all funds and assets of the organization, receive and give receipts for all monetary transactions of the organization, and deposit all such monies in the name of the organization. The treasurer shall publish a monthly and annual financial report.

**Section 2.2.4 - Vice-President (Inactive)**

Traditional role is to supplement the role of the President as necessary, however, for our purposes we would consider activating this position in order to fulfill 501c3 Non-profit organization requirements.

**Section 2.2.5 - Chief Technology Officer**

The Chief Technology Officer shall be the arbiter of official direction, when a conflict in technological methods arises. (such as the case of conflicting wifi access points set up during an official function, the CTO shall determine the appropriate response.)

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 2.2.6 - Community Liaison**

Responsible for official communications outside of the group (i.e. press inquiries, twitter, calendar updates, site updates, facebook, answer calls).

## Section 3 - Resignation and Expulsion

### **Section 3.1 - Regular Members**

A member may be expelled from the organization at the discretion of the DHMN officers if they fail to observe the responsibilities of a regular member.

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

### **Section 3.2 - Board Members**

A member may submit a proposal to cast a revote for one or more given officer positions during the elected member’s term. If this proposal is struck down by the officers, 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 provide a monthly pledged contribution for three months and shall forfeit membership.

# ARTICLE III – Voting

## Section 1 - Proposals

Written proposals must be submitted to a board member for sponsorship. If sponsored, a proposal must be made publicly available for review for no less than three days before the proposal may be voted on. Proposals shall be voted upon by the board of directors. The methods for determining the result of proposal vote (with the exception of bylaws amendments) are as follows:

1. Majority of non-abstaining nay votes will cause vote to fail.
2. Minimum two nays to reconsider proposal vote at next meeting.
3. A membership vote can only be reconsidered once. A second vote resulting in at least two "Nay" votes causes a proposal vote to fail.
4. Given less than two "Nay" votes, majority of non-abstaining "Yea" votes will cause the motion to pass.
5. Once called to vote, a motion is open for vote for five days or until all votes are cast. At this time, the motion passes, fails, or is reconsidered.

Putting a vote to the community:

“large purchases” - scale as a percentage of budget?

TODO: exact rules will need to be detailed regarding financial decisions. For example, if the purchase exceeds $100, etc.

TODO: Create Budget. Purchases exceeding categories of the budget would come under public vote.

## Section 2 - Board of Directors

The Board of Directors is currently defined as all current elected officers of 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 publicly. Each voter shall vote “Yea” or “Nay” for each candidate. The number of "Yea" votes for a candidate must exceed fifty percent of votes cast for the candidate to be elected. When the election results are confirmed and announced, the Officer seats are vacated and assumed by the newly elected members.

# Article IV – 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 V – Dissolution of the Organization

## Section 1 – Dissolution

The organization may not dissolve less than 30 days from the time a proposal to dissolve passes.

## Section 2 – Asset Distribution

In the event that a movement to dissolve the organization passes, assets may be liquidized to pay off any debt the organization may have accrued. Any remaining assets of the organization must be donated to an IRS 501c3 compliant charitable, educational, or scientific endeavor.