

# THE MINNESOTA ASSOCIATION FOR PUPIL TRANSPORTATION

Revised 7/19/2017

## Bylaws

### Article I - NAME

The name of the Association shall be the Minnesota Association for Pupil Transportation, a nonprofit corporation under the laws of the State of Minnesota.

### Article II - OBJECTIVES

The aims and objectives of this organization shall be:

To develop a working relationship with the total school system to foster progress and improvement of the educational program. To provide an organization which shall further encourage, develop and promote methods, materials and procedures leading to increased safety, efficiency and economy in pupil transportation service in the State of Minnesota.

To promote, develop and enhance professional growth among its membership in the areas of pupil transportation service through an exchange of ideas by participation in conferences, workshops, meetings and newsletters.

### Article III - MEMBERSHIP

#### Section 1 - VOTING MEMBERSHIP

Voting Membership in the Association shall be restricted to persons employed by a public or non-public school system, the Departments of Education and Public Safety, Colleges, Universities, Technical Colleges and non-profit corporations in the State of Minnesota and who perform pupil transportation service functions in an administrative or supervisory capacity as his or her regular duties and responsibilities.

#### Section 2 - NON-VOTING MEMBERSHIPS

- a. Associate Membership: Any individual or Corporation shall be eligible for an Associate Membership who is actively interested in, engaged in, or associated with any phase of pupil transportation. Only those holding Associate Memberships shall be entitled to exhibit at meetings of this Association. Associate Members shall be entitled to the rights and privileges of the association except the right to vote, hold office or to receive specific benefits which may be available only to Voting Memberships.

- b. Honorary Life Membership: Honorary Life Membership may be awarded. Any person considered for an honorary membership shall be screened by the membership committee, referred to the Board of Directors for recommendation and agreed to by a majority vote of the active membership present. The following classifications may be considered for honorary membership:
  - 1. An active member upon retirement.
  - 2. Those persons who have performed outstanding services for school transportation, or upon whom the Association may desire to confer special distinction.
  - 3. Charter Membership: those persons who have become members by attending two (2) out of the first three (3) organization meetings.

### Section 3 - VOTING

Formal balloting on the floor of the meeting for the purpose of deciding any question requiring a roll call vote shall be on a basis of one vote to each voting member in attendance as defined in Article III, Section 1.

The right to vote, hold office or have a vote in discussion on the floor of the meeting, shall be limited to voting members whose dues are paid and are otherwise qualified by these bylaws.

### Section 4 - DUES

Annual dues for all classes of membership shall be established by the Board of Directors.

A member failing to pay dues as herein provided shall forfeit the privilege of membership, and after being in arrears for one year shall be dropped from the list of members.

The individual membership year shall be one year from date of activation or reactivation of membership.

## Article IV - OFFICERS

### Section 1 - GOVERNING BODY

The affairs of this Association shall be managed by a Board of Directors, consisting of eight directors, the officers and the immediate Past President.

All Committee Chairpersons appointed by the President shall be ex-officio non-voting member of the Board of Directors for the term of that appointment and such chairpersons shall be notified of and expected to attend all Board of Directors meetings.

## Section 2 - OFFICERS, TERMS AND REPRESENTATION

The offices of President and Vice-President shall be for a term of two (2) years, and these office holders may not be elected for more than two (2) consecutive terms. The offices of Secretary and Treasurer shall be for terms of two (2) years and these office holders may be permitted to succeed themselves. No school district shall have more than one (1) officer for any one year.

## Section 3 - DIRECTORS AND REPRESENTATION: TERM OF OFFICE

There shall be eight Directors: One elected from each of the five geographical regions of the state and three directors at large. The school district office location will determine the proper region. Directors shall hold office for three years.

### a. Areas

Region I - Metropolitan area including all school districts in the following counties: Anoka, Dakota, Hennepin, Ramsey and Washington.

Region II - Southern area including all school districts in the following counties: Blue Earth, Brown, Cottonwood, Dakota, Dodge, Faribault, Fillmore, Freeborn, Goodhue, Houston, Jackson, Le Sueur, Lincoln, Lyon, Martin, Mower, Murray, Nicollet, Nobles, Olmsted, Pipestone, Redwood, Rice, Rock, Scott, Sibley, Steele, Wabasha, Watonwan, Waseca, and Winona

Region III - Central area, all school districts in the following counties: Benton, Big Stone, Carver, Chippewa, Chisago, Douglas, Grant, Isanti, Kanabec, Kandiyohi, Lac Qui Parle, Meeker, McLeod, Mille Lacs, Morrison, Pine, Pope, Renville, Sherburne, Stearns, Stevens, Swift, Todd, Traverse, Wright and Yellow Medicine.

Region IV - Northeast areas, all school districts in the following counties: Aitken, Carlton, Cass, Cook, Crow Wing, Itasca, Koochiching, Lake and St. Louis.

Region V – Northwest area, all school districts in the following counties: Becker, Beltrami, Clay, Clearwater, Hubbard, Kittson, Lake of the Woods, Mahnomon, Marshall, Norman, Ottertail, Pennington, Polk, Red Lake, Roseau, Wadena and Wilkin.

### b. Director at large

There shall be three at-large members of the Board of Directors two of whom shall come from the school districts which own part or all of their pupil transportation fleet; and one who shall come from a district which contracts for all pupil transportation needs. There shall be no two members on the Board of Directors from the same school district unless one is the President, Vice President or Past-President, Secretary or

Treasurer. In no case shall there be three or more members on the Board of Directors from one school district.

## Article V - DUTIES OF OFFICERS

### Section 1 - BOARD OF DIRECTORS

The Board of Directors derives its power from and shall be responsible to the membership of the Association. It shall have the corporate responsibility for the Association. In addition to other powers, the Board shall:

- a. Receive and implement the resolutions of the membership, determining that said resolutions are legal, are feasible and not in conflict with adopted Bylaws. Resolutions shall be approved by at least 2/3rds of the votes cast.
- b. Authorize the appointment of special commissions and committees.
- c. Arrange for meetings and provide an agenda for the annual business meeting.
- d. Adopt policies for the operation of the Association.
- e. Adopt the annual budget of the Association.
- f. Meet at the call of the President and shall aid the President in handling the work of the Association; shall have the power to fill vacancies in the body of officers; and shall make reports of their several acts to the next meeting of the Association.

### Section 2 - QUORUM

A majority of the voting members of the Board of Directors present at any duly called meeting shall constitute a quorum.

### Section 3 - DUTIES OF OFFICERS

**PRESIDENT:** The President shall preside at all meetings of the Association and of the Board of Directors. The President shall:

- a. Have general supervision of the affairs of the Association and shall perform the duties usually devolving upon the chief executive of such an organization.
- b. Prepare the program for all meetings of the Association and shall have power to modify or change such programs if, in his/her judgment, the best interests of the Association may be served thereby.

- c. Appoint a chairperson for all committees and shall be an ex-officio member of all committees. The president shall provide the deciding vote in case of a tie.
- d. Counter sign on all checks over the amount of \$1,000, and approve debit card payments over the amount of \$1,000.

VICE-PRESIDENT: The Vice-President shall exercise all the functions of the President in his/her absence and shall succeed to the office of the Presidency in case of vacancy in said office.

SECRETARY: The Secretary shall keep a full and accurate record of the proceeding of all meetings of the Association and of the Board of Directors and shall sign same. The Secretary shall also:

- a. Keep records of all official correspondence of the Association.
- b. Transfer to the successor in office all books, papers, records and other property in his/her possession belonging to the Association at the expiration of the term.

TREASURER: The Treasurer shall keep a correct accounting between the Association and its members and record all receipts of the Association, make available a receipt for the same, and shall hold in safe keeping all Association funds. The Treasurer shall also:

- a. Record all payments of the Association.
- b. Keep a correct ledger account of all receipts and disbursements supported by proper documentation and shall close and balance the books as of the end of the fiscal year.
- c. render a statement, in writing, of the receipts and disbursements of the Association at its regular board and general membership annual meetings.
- d. at the expiration of the term of office, transfer to the successor in office all money, papers and other records and property belonging to the Association.
- e. Prepare an annual budget.
- f. File appropriate reports and forms to the IRS and the Minnesota Department of Revenue.
- g. On a monthly basis send to the President 1) a copy of the checking account register information, 2) a copy of the checking account bank statement, and 3) a copy of the investment account statement.

#### Section 4 – ELECTRONIC MAIL VOTING

At the request of the President an electronic-mail vote of the Board of Directors may be conducted.

- a. The President makes a motion and shall determine a timeline for Discussions and voting.
- b. The President shall tally the results from all Board members.
- c. The results of the electronic-mail vote shall be added to the agenda of the next board meeting.

#### Article VI - ELECTION OF OFFICERS AND DIRECTORS

The election of the Officers and Directors shall be conducted at the annual fall meeting of the Association by secret ballot.

#### Section 1 - NOMINATIONS AND ELECTIONS

The nominating committee shall present a slate of candidates, if possible, for each office to be filled. Any voting member of the Association in good standing is eligible to hold office and may be nominated by the Nominating Committee or by nomination from the floor. The nominations for each office shall be acted upon separately by the membership at the annual fall meeting. Each potential candidate is responsible for obtaining clearance from his/her district for time off to attend the necessary meetings. The arrangements for the preparation of secret ballots, tabulating and announcing the results and other details concerning the election shall be the responsibility of the Board of Directors.

#### Section 2 - NOMINATIONS FOR REGIONAL DIRECTORS

Nominations for regional directors shall consist of individuals working in the geographical region whose position on the Board of Directors subject to election. An individual serving as a regional representative on the Board of Directors who moves out of the region which elected them, shall not be eligible to continue on the Board.

These Directors shall attend three (3) of five (5) consecutive meetings of the Board of Directors or it may be deemed that the said person has resigned as a Director.

#### Section 3 - TIES

In the event of a tie in the election of an officer, the Board of Directors may provide for a runoff election at the annual meeting or the runoff election may be conducted by a written ballot of all duly registered voting members of the Association attending the annual fall meeting at which the tie vote occurred.

#### Section 4 - VACANCIES

If a vacancy occurs in the office of the President, the Vice-President shall succeed to the office. If a vacancy occurs in the office of the Vice-President,

and if such vacancy occurs more than sixty (60) days prior to the Annual Fall Meeting, the Board of Directors may appoint an Acting Vice-President. If they do so, the appointee shall be a current Director.

In case of a vacancy in the office of Director, and if such vacancy occurs more than sixty (60) days prior to the Annual Fall Meeting, the Board of Directors may appoint an Acting Director from the membership at large of the area in which the vacancy occurred. A quorum of the Board of Directors shall be required in order to appoint a successor for any resigned officer (with ratification by the membership at the next conference). Each appointment shall remain effective to the expiration of the term for which the resigned officer was elected.

## Article VII - ADMINISTRATIVE ADVISOR

### Section 1 - APPOINTMENT AND DUTIES

The President shall at their discretion appoint a member to act as Administrative Advisor. The appointment must be approved by a majority of the board members. The Administrative Advisor must be knowledgeable in MAPT history and able to assist the Board in fulfilling its responsibilities.

### Section 2 - CONFERENCE FEE EXEMPTION

The Administrative Advisor shall be exempt from fees for MAPT Conferences.

## Article VIII - COMMITTEES

### Section 1 - EXECUTIVE COMMITTEE

The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer and the Past-President.

The Executive Committee shall:

- a. be vested with power to act in the name of the Association between meetings on all matters pertaining to the welfare of the organization.
- b. make arrangements for all meetings of the Association.

### Section 2 - STANDING COMMITTEES

The President shall appoint the chairperson for the following standing committees. The President of the Association shall serve as an ex-officio, non-voting member of all standing committees.

- a. **MEMBERSHIP COMMITTEE** - The duties of the Membership Committee shall be to keep a list of Association membership, interest potential members in the work and objectives of the Association to the

end that they become members. The committee shall consist of at least four (4) members. The four elected regional directors shall be ex-officio members of this committee. This committee shall keep, publish and distribute an annual membership directory.

- b. AUDITING COMMITTEE - The Auditing Committee shall consist of three (3) members, no two (2) of whom can be from the same school district. This committee shall examine the financial records of the Association and shall report, in writing, its findings and comment thereon to the membership at a general membership meeting following the end of the fiscal year.
- c. NOMINATING COMMITTEE - The Nominating Committee shall nominate a person or persons for the elective offices and for the Board of Directors and shall present its nominations to the Association at least one (1) meeting prior to the election. Consisting of the immediate Past-President of the Association and four (4) members of the Association, one (1) each, representing the four (4) area regions of the state.
- d. PROGRAM COMMITTEE - The Program Committee shall recommend to the Board of Directors the program planned at least one month prior to each Association meeting. The membership of this committee shall have at least one member of the Board of Directors, one member having district-owned buses and one member having privately-owned buses.
- e. NEWSLETTER COMMITTEE - The Newsletter Committee shall consist of all members of the Board of Directors who shall publish a newsletter which contains news of Association affairs; assist in creating an awareness of pupil transportation problems; and establish a liaison between school personnel engaged in pupil transportation activities in Minnesota. Board of Director members shall be responsible for written contributions to the newsletter and the newsletter editor shall be an ex-officio member of that committee. The newsletter editor shall be responsible for archiving a copy of all newsletters published by the association.
- f. LEGISLATIVE COMMITTEE - The Legislative Committee shall consist of at least three (3) members, one (1) of which shall be a member of the Board of Directors. The Legislative Committee shall keep the Board informed on pending Minnesota and federal legislating and organize membership for action on such legislation, and shall receive proposed resolutions from the membership, initiate additional proposed resolutions and shall present proposed resolutions to the membership for approval.
- g. SPECIAL TRANSPORTATION COMMITTEE - The Special Transportation Committee shall keep the Board informed of all trends and best practices, as well as critical issues and legislation which relates to the transportation of students with special needs.
- h. OTHER COMMITTEES - Necessary committees may be created by the Board of Directors when necessary. The President shall select the



Chairperson. The Chairperson shall appoint the members of the committee.

#### Article IX - MEETINGS

This Association shall hold at least three (3) meetings each year, with specific dates to be determined by the Board of Directors. Beginning the fall of 2008, the Fall Meeting shall be a regional meeting held on the first day of the Education Minnesota Fall Conference.

The Winter Meeting shall be held in January, in conjunction with the Winter Safety Expo. The Summer Meeting, considered the Annual Meeting for election of officers and directors, shall normally be held prior to August 1<sup>st</sup> in conjunction with the annual Train The Trainer conference. Officers and directors elected shall begin their terms immediately. Special meetings may be called by the Secretary on twenty-four hours' notice from the President or at the call of a majority of the Board of Directors.

Twenty (20) voting members shall constitute a quorum for regular or special meetings.

#### Article X - PARLIAMENTARY AUTHORITY

The rules contained in ROBERT'S RULES OF ORDER REVISED shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the Bylaws or the special rules of order of this Association.

#### ORDER OF BUSINESS

1. Call to order
2. Agenda adjustments / Announcements
3. Reading and approval of minutes (Secretary's report)
4. Treasurer's report
5. Report of committees
6. Organization reports
7. Old business
8. New business
9. Adjournment

#### Article XI - DISSOLUTION OR LIQUIDATION

No part of any income, revenue or grant to the Association shall inure to the material or pecuniary benefit of a member, officer or any private individual (except that reasonable compensation may be paid for services rendered in connection with one or more of its purposes), and no member, officer or any private individual shall be entitled to share in the distribution of any of the assets of the Association on its dissolution or liquidation. In the event of such dissolution or liquidation, the assets of the Association, after payment of debts and obligations, shall be transferred to an organization with federal tax exemption for

charitable and educational uses and purposes similar to those of this Association, which is not a private foundation within the meaning of the federal tax laws. The exempt organization shall be designated by the final Board of Directors of the Association.

#### Article XII - AMENDMENT OF THE BYLAWS

These Bylaws may be altered or amended upon a two-thirds vote of all voting members present at any meeting that the proposed amendment shall have been offered, in writing, not less than fifteen (15) days prior to its introduction.

#### Article XIII - DEFINITIONS

##### Section 1 - FISCAL YEAR

The fiscal year of this association shall begin on the first day of January and end on the last day of December in each year.

*Last Updated : 11/06/2012*

*Current Update draft : 07/18/2017*