

**INDIVISIBLE VALLEY OF THE SUN
(IVOS/INDIVISIBLEVOS)
Bylaws**

Approved at the general meeting on February 23rd, 2019

ARTICLE I: Purpose and Mission Statement

1.1 Purpose

- a. This corporation is organized and operated for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code, including but not limited to: (1) developing and advocating for legislation, regulations, and government programs to protect the legal rights of all citizens in order to avoid disenfranchisement of the average citizen and to improve the political process, (2) conducting research about and publicizing the positions of elected officials concerning these issues, and (3) conducting such other activities as permitted under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).
- b. The Corporation will never be operated for the primary purpose of carrying on a trade or business for profit.
- c. This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code.
- d. The Corporation may participate or intervene in (including the publishing or distribution of statements) any political or judicial campaign on behalf of any candidate for public office to the extent permitted by Section 501(c)(4) of the Internal Revenue Code.
- e. No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any private person except the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes.
- f. Upon the winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets

shall be distributed to, and only to, one or more charitable or social welfare organizations.

1.2 Mission

- a. INDIVISIBLE Valley of the Sun (IVOS/INDIVISIBLEVOS) will unite citizens of Arizona to support a progressive platform for social change by planning, coordinating and implementing responses and actions to protect our civility, humanity, constitutional rights, democracy, environment, and planet.

Article II: Membership

- 2.1** Membership is open to any interested individuals. Membership is contingent on completion of the Membership form available at the url www.IndivisibleValleyOfTheSun.org.
- 2.2** INDIVISIBLE Valley of the Sun (IVOS/INDIVISIBLEVOS) will not discriminate against anyone who wishes to become a member on the basis of race, religion, age, gender or gender identity, sexual orientation, place of origin, level of abilities, or socio-economic status
- 2.3** No member can be deprived of membership rights except through disciplinary proceedings. Grounds for termination of membership include physical aggression or verbal harassment of another member or misuse of INDIVISIBLE Valley or the Sun (IVOS/INDIVISIBLEVOS) resources or name for personal gain. Termination requires a simple majority of members present.
- 2.4** Any member may terminate their membership by providing written or verbal intent to terminate to any member of the Executive Committee.
- 2.5** Members who fail to attend meetings on a regular basis may be asked for further information about their intent to participate, and membership may be suspended by a simple majority vote of the board.
- 2.6** Voting privilege of members: Members must be in good standing in order to vote for changes in bylaws and election of officers of the board. Members will be considered in good standing if their membership has not been suspended, and have attended a minimum of three of the last six general meetings prior to the call for a vote.

ARTICLE III: Officers of the Board

- 3.1** The Board Officers shall be the Chair, Vice Chair, Secretary, and Treasurer. The board of officers will be elected by a simple majority of the membership attending the meeting when elections are held. Any number of offices may be held by the same person except that neither the Secretary nor the Treasurer may serve as the Chair or Vice Chair of the Board. The Board Officers serve as the Executive Committee.
- 3.2** The Executive Committee may appoint directors whose services are necessary to fulfill the mission of the corporations. The Executive Committee and the appointed Directors shall comprise the full Board (herein referred to as “Board”).
- 3.3** The four officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation 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”.

3.4 Officers of the Board (Elected)

3.4.1 Chair

- a. It is the Chair’s role to ensure that business is conducted in a way that follows the rules or bylaws of the group, and respects and upholds the rights of all members of the group.
- b. The Chair oversees all meetings, and is responsible for ensuring that there is a quorum, providing copies of the agenda (either physical or digital) to all members present, and conducting vote counts. The Chair cannot make a motion.
- c. The Chair is responsible for external communications. The Chair may assign external communications to a designated individual. As such, the Chair must publicly display contact information so that he/she can be reached by individuals outside the group, and must respond to correspondence and requests for information in a timely and courteous manner.

3.4.2 Vice Chair

- a. In the event that the Chair is absent or otherwise unable to fulfill the Chair’s duties, the Vice Chair will assume the Chair’s role.
- b. The Vice Chair will assume responsibility of liaison and communications between the Board and any internal or external parties.

- c. The Vice Chair will assume responsibility of any unfilled or vacated officer roles and duties therein.

3.4.3 Secretary

- a. The Secretary is responsible for drafting clear and accurate summaries of all group meetings (or “minutes”).
- b. The Secretary provide copies of the most recent meeting’s minutes at the following meeting.
- c. The Secretary maintains and updates the membership database.
- d. The Secretary maintains an archived copy (either physical or digital) of minutes, membership databases, bylaws, and other documents relevant to INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS), which can be produced as needed.
- e. The Secretary will collaborate with the Officers and the Board to coordinate any internal or external communication.

3.4.4 Treasurer

- a. The Treasurer is custodian of all INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS) funds.
- b. The Treasurer keeps a written record of all income and expenditures of INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS), as well as relevant receipts, and can produce them upon request.
- c. The Treasurer provides monthly written reports on the financial position of the group, forecasting any budgetary issues requiring the attention of the group and recommending actions to address any financial/budgetary issues identified.

ARTICLE IV: Elections

- 4.1** INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS) seeks to develop leadership skills and experience within all of our members.
- 4.2** The term for any office is two years.
- 4.3** Elections are held bi-annually. In the case of a vacancy and in the interest of maintaining continuity and stability, the Board may appoint either a replacement for an interim or to complete the term of the office vacated.
- 4.4** All members in good standing are eligible to vote and must be present at the meeting at which a vote is called.
- 4.5** Election results are determined by a simple majority of the members present.

ARTICLE V: Appointed Directors *and At-Large Board members*

The Executive Committee will appoint directors and At-large Board members who will coordinate all activities based on Executive Committee approval.

5.1 COMMUNICATIONS DIRECTOR

The Communications Director position is to be fulfilled by the Secretary and is responsible for:

- a. Overseeing communications in all social media i.e. Twitter, Facebook and webpages.
- b. Ensures board approved social media guidelines/policies are publicized/documentated on all group social media forums.
- c. Monitors compliance to board approved social media policies/guidelines.
- d. Reports all non-compliance issues to the board.
- e. In addition to the Secretary's communication responsibilities; ensuring timely emails to all members regarding meetings, actions and activities as coordinated with fellow committee directors.

5.2 FUNDRAISING DIRECTOR

The Fundraising Director position is to be fulfilled by the Treasurer and is responsible for:

- a. Developing fundraising strategies
 - i. Incorporating online tools
 - ii. Generating revenue through membership, products and events.
 - iii. Including underwriting events, projects and initiatives.
- b. Administering and overseeing board approved fundraising strategies.

5.3 LEGISLATIVE DIRECTOR

The Legislative Director is responsible for leading a legislative watch committee which:

- a. Develops a data driven strategy to monitor state and federal candidates and legislation.
- b. Informs and educates the board on state and federal candidates and legislation.

- c. Develops messaging and communication pieces regarding candidates and legislation for members' edification and action.
- d. Coordinates with Communications Director to disseminate messaging/communication pieces to members.

5.4 MEMBERSHIP DIRECTOR

The Membership Director is responsible for:

- a. Administration of membership data.
- b. Development and implementation of membership recruitment strategies.

5.5 EVENTS DIRECTOR

The Events Director is responsible for overseeing and implementing events as approved by the board. Events include but are not limited to:

- a. Forums, debates, meet and greets
- b. Phone banks, canvassing, text banks
- c. Marches, protests
- d. Social gatherings for recruitment purposes.

5.6 TRAINING, EDUCATION AND DEVELOPMENT (TED) DIRECTOR

The TED Director is responsible for overseeing and coordinating internal and external training, education and development of board approved projects and initiatives.

- a. Overseeing and coordinating internal and external training, education and development projects
 - i. Ensure all TED is approved by the board
 - ii. Obtain funding required for the programs
- b. Prepare for training by identifying targeted audience, sending invitations and organizing resources need for the training (Location, equipment, materials. Other as needed)
 - i. Keep participants informed on agenda, logistics, and other details of the TED event.
 - ii. Monitor and evaluate each training program
 - iii. Collect evaluation data and determine effectiveness of program, recommend continuation or closure of program.

5.7 At-Large Board Members (1-3 appointments by Executive Committee)

To serve in capacities as assigned by the Executive Committee.

5.8 Director of INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS) Civic Engagement 501(c)(3) division of INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS)

- a. The Chair of INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS) Civic Engagement proposed members the INDIVISIBLE Valley of the Sun (IVOS/ INDIVISIBLEVOS) Civic Engagement Board of Directors for approval by the INDIVISIBLE Valley of the Sun (IVOS/INDIVISIBLEVOS) Executive Committee. The chair reports to the Executive Committee.
- b. The Chair directs the organization's activities and collaborates with approval of the board, INDIVISIBLE Valley of the Sun (IVOS/INDIVISIBLEVOS) on campaigns that will adhere to the Internal Revenue Code 501(C)(3) rules.
- c. The Chair presents regular updates and financial reports to the Board.

ARTICLE VI: Committees

- 6.1** Committees are created and/or dissolved as needed at the direction of the Board.
- 6.2** Committees are open for participation by any interested member.
- 6.3** All members are encouraged to serve on at least one committee.
- 6.4** Committee Chairs are recommended by the Board
- 6.5** The Secretary shall record the name and description of any new committee and include this information in the minutes of the board meeting.