

BYLAWS OF THE DISTRICT 6 PLANNING COUNCIL

The citizen participation process established in City Council resolution 266179, approved October 9, 1975; and the recognition of the District 6 Planning Council, resolution 267469, approved July 2, 1976.

ARTICLE 1

Section 1.

Name

The name of the organization shall be District 6 Planning Council.

Section 2.

Office

The principal office of the District 6 Planning Council shall be located within the City of St. Paul, County of Ramsey, State of Minnesota, within the boundaries of Planning/Community Participation District 6.

Section 3

Definitions

- A. Ad Hoc Committee means a Committee with a minimum of 3 people, including at least one Board Member, which is temporarily formed by the Board to address a specific issue or need in the community.
- B. Board or Board of Directors means the elected and appointed members of the Council.
- C. Board Chair means the presiding officer of the Board described in Article 6, Section 2.
- D. Board Member or Director means an elected or appointed representative of the Council.
- E. City Council means the elected legislative body of the City of St. Paul.
- F. Committee means any group described in Article 7.
- G. Committee Chair means the presiding officer of a Committee as described in Article 7, Section 4.
- H. Community Members means District 6 residents, business owners, area employees and organizations.
- I. Council means the organization established in Article 1 of this Article, including the Board and Committees.
- J. District or District 6 means the geographic area of Saint Paul, Minnesota, described in Article 2.
- K. Election Meeting means a general membership meeting outlined in Article 4, Section 5.
- L. General Board Member means a Board Member as defined in Article 4, Section 7 (A).
- M. Internal Committee means the Personnel and Executive Committees outlined in Article 7, Section 8.

- N. Standing Committee means a Committee established in Article 7, Section 2 with a minimum of 4 members, including at least one Board Member, formed by the Board to forward specific District 6 goals.
- O. Youth Member means two of three Board Members elected At-Large as described in Article 4, Section 5.
- P. Task Force means a Committee with a minimum of 2 members, including at least one Board Member, formed for a fixed period to investigate a specific issue or action or to determine the proper level of Council involvement.
- Q. Quadrant means an area described in Article 2, Section 2.
- R. Replacement Appointee means an appointee designated by the Board to serve until the next election in place of a Board Member whose seat has been left vacant.

ARTICLE 2
Boundaries

Section 1.

The Boundaries of District 6 are as follows:

- Interstate 35E to the east
- Dale Street to the west
- Burlington RR Tracks to the south
- Larpenteur Avenue to the north

Section 2.

The District shall be divided into four Quadrants, whose boundaries shall be generally defined as follows:

- Quadrant 1:** Maryland Avenue, Rice Street, Burlington Northern RR Tracks, 35E,
- Quadrant 2:** Maryland Avenue, Rice Street, Burlington Northern RR Tracks, Dale Street
- Quadrant 3:** Larpenteur Avenue, Dale Street, Maryland Avenue, Rice Street
- Quadrant 4:** Larpenteur Avenue, 35E, Maryland Avenue, Rice Street

ARTICLE 3
Purpose

The purpose of this organization shall be to support and encourage community members of District 6 in their ongoing efforts to strengthen and improve the quality of life in the community. To further this goal, the Council shall develop, initiate, support and take part in actions to help community members maintain good residential housing, live in a healthful environment with adequate recreational facilities, protect the neighborhood from crime, and to participate in any other activities or issues that promote a healthy community.

To provide an open forum where community members of the district can express their needs and concerns,

To work with community members in developing immediate and long-range plans, programs and projects that respond to these needs. To establish effective communication between citizens, public agencies, and private businesses regarding plans that will impact the quality of life in the district, and to provide citizens with the information they need to make informed choices regarding the future of their community. To inform the community members of the district using all appropriate means of communication, about issues that affect the district.

To set realistic goals for the district projects and programs which may require funds from outside sources, whether public or private, and to work to unite all elements of the district in seeking to obtain such funds.

ARTICLE 4

Membership of the Board

Section 1.

The Board of Directors shall have 19 community-elected Board Members, as well as 2 business or institutional Board Members.

Section 2.

Distribution of Elected Delegates:

1. Quadrants as defined in Article 2, Section 2 shall elect:
 - Quadrant 1 shall elect 3 members
 - Quadrant 2 shall elect 4 members
 - Quadrant 3 shall elect 5 members
 - Quadrant 4 shall elect 4 members
2. One Board Member will be elected At-Large.
3. Two Youth Members aged 16-22 years of age or older will be elected At-Large.

Distribution of business or institution appointees:

Business or institution appointees shall be Community Members who own a business or work in an institution within the District 6 boundaries, and shall be recommended by an outside referral.

Section 3.

All Board Members may remain autonomous and disassociate themselves from any specific decisions of the Council and shall be free to take independent action on any issue except as otherwise designated herein or addressed by organization policy.

No Board Member shall vote on a project or issue from which they, their relatives or employer derive any financial gain or where they have a conflict of interest as defined by the policies of the organization.

All Board Members must comply with the policies of the organization.

Section 4.

Individual Board Members are entitled to participate in all community activities; however, Board Members may not speak/write on behalf of the Board unless authorized to do so.

Section 5.

Elections:

A) Qualifications of Voters and Candidates:

1. Voters shall be at least 16 years of age.
2. Voters and candidates shall reside within the boundaries of the District or Quadrant in which the election is being held.
3. Student Member candidates must attend a school within the boundaries of District 6 and/or live within the boundaries of District 6. Students cannot have a legal guardian or parent as a Board Member.
4. Business or institution membership shall be limited to 2 businesses/agencies, by appointment, and be as diverse as possible.

B) General Procedures

1. Quadrant and At-Large elections shall be held at the annual meeting in April of each year. If deemed necessary, the month of the annual meeting may be changed by the Board.
2. The date, time, and place of the elections shall be announced to the community at 6 months, 3 months, 1 month, and two weeks prior up to the day of the election.
3. Eligible incumbent Board Members will automatically be listed on the ballot unless they indicate unwillingness to serve..
4. Candidates must submit an application and biographical information no later than one week prior to the scheduled meeting.
5. Write-in candidates will be allowed on the day of election. The Board may set policies and procedures in accordance with Article 4, Section 5B, 8
6. Quadrants 1 and 3 shall hold election in odd-numbered years. Quadrants 2 and 4 shall hold their elections in even-numbered years.
7. Election of the At-Large member shall be held in odd-numbered years.

8. Business or institutional Board Members shall be limited to 2 members and be appointed by the Board.
9. All unoccupied regular Board seats shall be up for election at the Election Meeting.
10. Both Youth Member seats shall be up for election each year.
11. The Board may define policies and procedures for elections as necessary.

C) Special Elections

1. Special Elections will be held in July, October and January to fill vacancies.
2. All candidacy and voter requirements apply to Special Elections as identified in Article 4, Section 5A.
3. If deemed necessary, the Board may by a two-thirds board vote add, remove, or change Special Election months.

Section 6.

Appointments/Replacements

1. Should any member of the Executive Committee vacate his or her seat prior to the next scheduled Board meeting, the remaining Executive Committee members shall appoint a replacement until the next meeting of the full Board, when an election for the vacant seat shall be held.
2. Business or institution Board Members appointed by the Board shall serve a term of 2 years and a business or institutional member may serve no more than 2 consecutive terms.

Section 7.

Terms of Office

A) General Board Members

1. A General Board Member is identified as a Board Member who was elected by a Quadrant or At-Large.
2. The term for a General Board Member is 2 years.
3. A General Board Member shall not serve more than 4 consecutive terms. (For current Board Members, the term limit will begin with their next election cycle following the adoption of these Bylaws).
4. A General Board Member, upon reaching their 4-term limit, is not eligible to hold a board seat for a full term (2 years) but can actively serve on Committees as defined in Article 7.

B) Student Members

1. The term for Youth Members is 1 year.
2. Youth Members shall not serve more than 2 consecutive terms.

C) Business or Institution Members

1. The term for a Board or Institution Member is 2 years.

2. Board or Institution Members shall not serve more than 2 consecutive terms.

D) Executive Committee

1. Executive Committee is comprised of a Chair, Vice Chair, Treasurer and Secretary.
2. Executive Committee members are elected by and from the General Board Members.
3. A term for an Executive Committee member is 1 year.
4. An Executive Committee member can serve no more than 2 terms in any one role, but can serve a total of 4 terms in any role.
5. The Executive Committee, if the above term limit conditions create a critical lack of board membership, can recommend to the Board a vote to suspend a Board Member's term limit to ensure Board continuity. This would require a two thirds majority vote of all Board Members and cannot exceed the Minnesota state statute on term limits for nonprofits.

Section 8.

Resignation

Any Board Member may resign at any time by delivering a written resignation to a member of the Executive Committee. The resignation shall be effective immediately as of the date of receipt of resignation.

Section 9.

Termination

1. Any Board Member may be removed by a two-thirds vote of the membership of the Board.
2. The seat occupied by any Board Member with three absences in a year shall be declared vacant.
3. The seat of any Board Member who has declared candidacy for public office will automatically declared vacant.

ARTICLE 5

Meetings

Section 1.

Open Meetings

All meetings of the Board and its Committees are open to the public except for any Internal Committees. Every effort will be made to notify community members of the date, time and place of the meetings.

Section 2.

Regular Meetings

The Board shall hold at least nine (9) meetings a year. Meeting locations and time shall be announced prior to the meeting.

Section 3.

Special Meetings

Special meetings may be called by the Board Chair or by a majority vote of the Board. Notice and purpose of such special meetings shall be provided to all members of the Board.

Section 4.

Quorum

A quorum at any meeting shall consist of fifty-one (51%) percent of the Board Membership.

Section 5.

Action in Writing

Any action which might be taken at a meeting of the Board of Directors or of the Executive Committee or of any other committee may be taken without a meeting if such action is taken in writing and signed by all Board Members in office or by all the members of such Committee.

Section 6.

Executive Committee Meetings

Executive Committee meetings shall be called by the Board Chair as needed.

Section 7.

Proxies

No vote by proxy shall be recognized at any meeting of the Board.

Section 8.

Voting

Each Board Member will have one vote per issue.

ARTICLE 6

Officers

Section 1.

Elections

All regular elections of officers shall be held. All officers must be General Board Members.

Section 2.

Duties of Officers

A) Board Chair

1. Shall preside at all meetings of the Board.
2. Shall have general responsibility for conducting the affairs of the District Council.
3. Shall have general responsibility for the implementation of all resolutions passed by the Board.
4. May, as necessary, designate Committees and appoint chairpersons, with the approval of the Board.
5. Shall have the privilege of attending all Committee (task force) meetings as ex officio member.
6. Shall make sure that all necessary reports are filed in a timely manner.

B) Vice Chairperson

1. Shall perform the duties of the Board Chair in his or her absence, inability or refusal to act.
2. Shall assist the Board Chair in conducting the business of the Board as requested.

C) Secretary

1. Shall be responsible for keeping accurate records of all proceedings of meetings of the Board.
2. Shall assure that all reports submitted by all committees are maintained in the Council office.

D) Treasurer

1. Shall keep track of any monies; with the assistance of the Executive Director; obtained for conducting the Council business.
2. Shall maintain records of the disbursement of monies as needed at the discretion of the Board.
3. Shall make monthly reports of the fiscal matters of the Board.
4. Shall be responsible for the safekeeping and filing of all original documents in the Council office upon completion of financial transactions.

Section 3.

Removal from Office

Any officer may be removed from office by a two-thirds vote of the membership of the Board.

Section 4.

Composition

The Executive Committee shall be composed of the four officers defined in Section 2.

Section 6.

Quorum

A quorum of the Executive Committee shall be at least three-fourths of the Executive Committee membership.

Section 7.

Duties

It shall be the duty of the Executive Committee to provide for the general management and direction of the Council with the approval of the Board.

Section 8.

A summary of all Executive Committee meetings shall be presented at the next regular meeting of the Board.

Section 9.

Transmittal of Records

Upon termination of office, all records will be transmitted to the Council Office.

**ARTICLE 7
Committees**

Section 1.

Types of Committees

The Council has four types of committees as defined in Article 1, Section 3: Task Force, Ad Hoc, Standing and Internal.

Section 2.

District 6 Planning Council Standing Committees

Land Use

The Land Use Task Force provides a forum to address land use issues in District 6, including but not limited to zoning changes, site plans, development, and licensing, and to seek input from community members regarding potential conflicts or problems related to these issues. Based on community response, Land Use Task Force members vote to recommend a course of action to the City Council for the proposed usage. Results of such votes are presented to the board for review before forwarding to the City Council as recommendation.

Transportation

The purpose of the Transportation committee is to gather information on transportation-related issues in the North End neighborhood; to disseminate information and gather feedback from the community on transportation-related issues when appropriate; to track, discuss, and debate transportation-related issues; and to provide information and recommendations for action to the Board and/or City agencies as appropriate.

Section 3.

Establishment of Committees

The Board may form or dissolve both Standing and Ad Hoc Committees as deemed necessary to facilitate and further the intent of the organization. Ad Hoc Committees and Task Forces may be formed or dissolved by a vote of a simple majority of the entire Board. Standing Committees may be formed or dissolved by a vote of two-thirds of the entire Board. Votes to form or dissolve Standing Committees shall be considered to automatically amend Article 7, Section 2, but are not otherwise governed by the rules for amendments enumerated in Article 9.

Section 4.

All Standing Committees are required to fulfill these criteria:

1. A Chair and Secretary must be appointed.
2. Committee must have a statement of purpose approved by the Board.
3. Attendance to be taken at each meeting.
4. Attendance and meeting minutes published to the website with the next meeting time and location included.
5. Meeting cancellations shall be published to the Council website.
6. Committee must present reports of progress to the Board at each Board meeting.
7. Committee recommendations must be presented to the Board.
8. All Committees shall be advisory to the Board.

Section 5.

Task Force or Ad Hoc committees are required to fulfill these criteria:

1. A Chair must be appointed.
2. Committee must have a statement of purpose approved by the Board.
3. Committee must present reports of progress to the board at each Board meeting.
4. The Chair is responsible for keeping a list of participants.
5. Committees to be reviewed and renewed by the Board after each annual election.
6. All Committees shall be advisory to the Board.

Section 6

Community Notification

1. Committee meetings shall be announced to the community in advance of the meeting.
2. To ensure maximum opportunities for community input, notification of meetings shall be published to the website. As needed, fliers regarding specific issues may be distributed to residences and businesses in the areas affected.

Section 7.

Membership

Standing and Ad Hoc Committees will develop their own guidelines for membership, as approved by the Board. These guidelines must ensure that each committee must maintain

required membership size by Committee type (see Article 1, Section 3) and at least one Board Member must be on the Committee.

Section 8.

Meetings

All Committee meetings shall be open to the public except the Internal Committees (Executive and Personnel).

Section 9.

The Personnel Committee shall consist of no more than three members with a minimum of one from the Executive Committee.

**ARTICLE 8
Parliamentary Authority**

The Board may define its policies and procedures as necessary with a majority vote. The Board shall be governed by the rules contained in the most current Robert's Rules of Order except where otherwise stated in these bylaws.

**ARTICLE 9
Amendments**

The bylaws may be amended at any regular meeting by a two-thirds vote, only if amendments have been brought before the last regular meeting and all Board Members have been duly notified in writing of the proposed bylaw changes.

**Article 10
Suspension Clause**

Any provision of these bylaws other than those contained in Article 4, Section 3 and Section 4 and Article 5 Section 1, Section 7 and Section 8 may be suspended in connection with the consideration of a matter before the Board of Directors by a vote of two thirds

**ARTICLE 11
Equal Opportunity**

The Board shall be strictly non-sectarian and non-partisan, and there shall be no discrimination because of ethnicity, religion, marital status, disability, country of origin, gender, age, income level, level of education, or sexual/affectational orientation.

ARTICLE 12
Dissolution Clause

- A) In order to dissolve the District 6 Planning Council, a recommendation must be made by the Executive Board and approved by three-fourths of the Board.
- B) Upon the dissolution of the District Council, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the organization, dispose of all assets of the District Council exclusively for the purposes of the District Council in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the District Council is then located, exclusively for such purposes of such organization or organizations, as such court shall determine which are organized and operated exclusively for such purposes.

Passed and Adopted as Amended:

Witness our Hands: *Karin Goening* October 8, 2019
Chairperson Date
District 6 Planning Council

Steve Struhar October 8, 2019
Secretary Date
District 6 Planning Council

We the undersigned, being all the members of the Executive Board of the District 6 Planning Council, do hereby certify that the foregoing bylaws were adopted at a regular meeting of the District Council.

Karin Goening *James P. Berka*
Chairperson Vice Chairperson

Steve Struhar *Katheryn Schneider*
Secretary Treasurer

Adopted December 1, 2003
Revised and Adopted November 1, 2004
Revised and Adopted September 11, 2006
Revised and Adopted May 2, 2010
Revised and Adopted March 22, 2012
Revised and Adopted February 4, 2013
Revised and Adopted January 2, 2018
Revised and Adopted June 2018
Revised and Adopted October 2019