

LeadMN Bylaws

Article I: Name, Mission Statement and Purpose

Section A: Name

The name of this organization shall be the Minnesota State College Student Association, Inc., doing business as LeadMN, hereafter referred to as LeadMN.

Section B: Mission Statement

LeadMN is an association of Minnesota's public two-year college students, which works to ensure accessible, quality, and affordable public higher education while providing students with representation, leadership development, and communication across the state.

Section C: Purpose

The purposes of LeadMN shall be:

1. To advocate for students in Minnesota Technical Colleges, Community Colleges, and Consolidated Colleges.
2. To empower the students by organizing, providing, and promoting activities that encourage unity within the student community.
3. To provide opportunities for students to develop their leadership skills.
4. To provide information and advocate on behalf of students to decision makers on issues affecting students.
5. To facilitate and support students to be more visible and active at the local, state, and national level.
6. To establish an effective and efficient network of communication among students, campuses, and LeadMN.
7. To ensure that all student voices are heard through recognizing, encouraging, and supporting diversity in order to foster a strong student community.
8. To promote higher education equality for all regardless of income, race, ethnic or cultural background, religion, gender, sexual orientation, family or marital status, veteran status, age, physical or mental capacity, level of education, and citizenship status.

Article II: Membership

Section A: Student Members

All students enrolled in at least one credit at a public Minnesota Technical, Community, or Consolidated College shall be considered members of LeadMN. Students shall be non-voting members of LeadMN, unless otherwise provided in these bylaws.

Section B: State Fees

All students shall pay a (per credit) fee to LeadMN in accordance with Minnesota Statutes, Minnesota State Colleges and Universities (herein referred to as Minnesota State) Policies and Procedures, and LeadMN Financial Policies.

Section C: Campus Regions

LeadMN will recognize its membership through 7 statewide regions:

1. North
2. Central
3. South
4. West Metro
5. East Metro
6. The Cities
7. Northwest Metro

Article III: General Assembly (GA)

Section A: Powers and Responsibilities

The GA shall elect the Executive Board and Board of Directors Regional Representative members. There will be one Regional Representative for each of the regions listed in Article II, Section C.

Section B: Meetings

The GA shall meet two (2) times each year, once in the fall and once in the spring. Both meetings will include financial, policy, and program updates from LeadMN student and staff leadership. The election of the Executive Board and Board of Directors Regional Representatives will occur at the spring GA. Those elected will serve for the following academic year. Setting the platform and program priorities will occur at the fall GA.

Section C: Voting

Voting rights are given to any LeadMN members in attendance at the GA. A majority of Regions present shall constitute a quorum. There will not be proxy voting.

Current Board of Directors Regional Representatives have voting privileges, however are exempt from voting in an election of which they are a candidate, as is any given LeadMN member.

Article IV: Board of Directors (BoD)

Section A: Powers and Responsibilities

The Board of Directors shall be the official representative body of the membership and shall have final authority over all LeadMN matters. A majority of the Board of Directors shall constitute a quorum. Actions of the BoD shall require a two-thirds vote of Representatives present and

voting, except as otherwise provided in these Bylaws. Each Regional Representative's vote must be recorded on all main motions and amendments to main motions.

The Board of Directors shall take the following actions:

1. Approve amendments to these Bylaws.
2. Revise (as necessary) LeadMN policies and procedures, including but not limited to the financial policies and Council procedures.
3. Hire and oversee LeadMN Executive Director.
4. Set the budget for each year.
5. Act to advocate the positions adopted at the fall GA.
6. Act in the duty of care, the duty of loyalty, and the duty of obedience as defined in non-profit BoD training.
7. The BoD may adopt any motions or resolutions it deems necessary to carry out its duties as the official representative body of students. Such motions or resolutions shall be binding in all LeadMN matters.

Section B: Membership and Voting

The BoD shall consist of a total of 11 members: seven voting Regional Representatives (one from each campus region as listed in Article II: Section C) and four non-voting Executive Board members. The Executive Board of LeadMN shall consist of President, Vice-President, Secretary, and Treasurer.

Section C: Meetings

The BoD shall meet monthly during the academic year and at least once during the summer. Special meetings may be called by the Board President and shall be called at the request of four members of the Board. Seven days of notice shall be provided for special meetings. Emergency meetings may be held with 24 hours' notice.

The BoD may meet in-person, by conference call, or virtually. The BoD will follow Minnesota Open Meeting laws. Minutes will be taken and made available by request.

Section D: E-meetings

The President may request the Board take action without a meeting. The President shall email the motion to all members of the Board for a vote. All Board members shall be given at least 24 hours to respond unless the President determines more time is needed. The same voting requirements shall apply as for votes taken during a meeting with full quorum. Upon request of two Board members, the motion shall instead be considered at the next regular meeting of the Board or at a special meeting of the Board.

Section E: Executive Session

Personnel and legal matters shall be handled in an Executive Session of the Executive Board members and Executive Director.

Section F: Council Training

The Board shall be given an annual presentation at a summer Incoming Leaders Training concerning the legal, fiduciary, and financial responsibilities of the Board. This presentation shall include a review of each member's required standard of conduct and duty of care/loyalty/obedience, a review of Board members' responsibilities and resources, training on Minnesota laws regarding the solicitation of funds for charitable purposes, and information on hiring/equal employment opportunity. These trainings are required for all members before assuming their position.

Section G: Executive Director Oversight

The Board shall be responsible for overseeing the Executive Director. The Executive Director shall be responsible for the day to day management of LeadMN including administration and operational issues, and oversight of all other personnel.

Section H: Open Meeting Operations

LeadMN will strive for transparency in its Board actions by inviting the public to attend non-Executive Session Board meetings, and by sharing publicly minutes of the meetings of its Board of Directors.

Section I: Committee Meetings

All committees of the Board may meet in-person, by conference call or virtually. Committee meetings will follow Minnesota Open Meeting laws. Minutes will be taken and made available by request.

Article V: Term and Term Limits

1. A term is defined as anything over six (6) months to a year of active service.
2. Every term of office for an elected position shall begin July 1 and shall end June 30.
3. No person shall be considered eligible to seek election to an Executive Board or BoD position after serving two (2) terms in that position.
4. No person shall be considered eligible to seek election to an Executive Board or BoD position after serving three (3) consecutive terms in any of these LeadMN elected positions.
5. All elected Executive Board and BoD members shall be limited to serving in a single elected position. This provision does not prohibit any elected officer from being elected or appointed to any standing or ad-hoc committee, or from serving as the official LeadMN representative on a Minnesota State system wide appointment.

Article VI: Executive Board Member Duties

The officers of LeadMN shall be the President, Vice President, Treasurer, and Secretary who were elected at the spring GA. Officers are ex-officio, non-voting members of the Board of Directors. Officers shall not hold a position within their respective campus student association other than senator or general member. Officers must be students, unless the Board grants an

exemption to this requirement for an officer who loses their student status during their term. Officers will undergo a performance evaluation at the last scheduled BoD meeting of each semester. Their evaluation will be conducted by the Board of Directors and will include the expectations outlined in their position description and any others set by the Board of Directors at the beginning of each semester.

Section A: President

1. Preside at all meetings of the association, with the exception of meetings chaired by other members of LeadMN, as specified in these Bylaws;
2. Serve as Chair of the LeadMN Board of Directors;
3. Act as the official representative and primary spokesperson of LeadMN;
4. Oversee the responsibilities and actions of the Executive Director;
5. Organize and direct the activities of the Executive Board members;
6. Assist in scheduling and organizing LeadMN meetings, events, and conferences;
7. Serve as the primary Executive Board member coordinating policy. This includes research, drafting the annual LeadMN legislative agenda, working on external partnership building, and providing legislative updates to the Board of Directors;
8. Serve as a member of the LeadMN Fiscal Committee;
9. Appoint members to any Board of Directors special committees, LeadMN internal committees, or Minnesota State and Minnesota Office of Higher Education committees and councils as deemed necessary;
10. Meet monthly, during the academic year, with the Chancellor of Minnesota State according to the Chancellor's availability;
11. Work to achieve the Board of Directors's objectives, program outcomes, and vision;
12. Be responsible for the administrative duties of LeadMN's Board of Directors, including calling meetings, coordination, and dissemination of information. The President works closely with the Executive Director to ensure that the relationship between the Board of Directors and staff personnel is meeting expectations;
13. Reserves the right to veto any motion that is passed by a governing body of which they are acting as chair, when said motion may be deemed harmful, by the President, to LeadMN as an organization. This may include with regards to its legal standing or ability to function on a day to day basis. This veto will result in the motion being returned to the governing body at their next scheduled meeting for further discussion, at which time, it can be brought to a vote again and must pass with a super majority vote of two thirds of total voting members including those not present to override the veto;
14. Reserves the right to break the tie in any meeting that they are chairing;
15. Shall strive to advocate in the best interest and welfare of the association members; and
16. Assume all duties not otherwise delegated or that may be assigned by the LeadMN governing bodies or related to the office.

Section B: Vice President

1. Perform the duties of the President in the President's absence or at the President's request;
2. Serve as Vice Chair of the LeadMN Board of Directors;
3. Primary Executive Board member to assist in planning, coordinating, and implementing

LeadMN D.C. Summit, LeadMN Advocacy Day, and other actions at the State Capitol;

4. Assist the President as needed in coordinating policy. This can include assisting in research, drafting the annual LeadMN legislative agenda, working on external partnership building, and providing legislative updates to the Board of Directors;
5. Coordinate, organize, and update the Star Campus Program;
6. Assist the President with regards to their involvement in scheduling and organizing LeadMN meetings, events, and conferences;
7. Primary Executive Board member to coordinate with staff on voter registration and get out the vote campaigns;
8. Meet monthly, during the academic year, with the Chancellor of Minnesota State according to the Chancellor's availability;
9. Reserves the right to veto any motion that is passed by a governing body of which they are acting as chair, when said motion may be deemed harmful, by the Vice President, to LeadMN as an organization. This may include with regards to its legal standing or ability to function on a day to day basis. This veto will result in the motion being returned to the governing body at their next scheduled meeting for further discussion, at which time, it can be brought to a vote again and must pass with a super majority vote of two thirds of total voting members including those not present to override the veto;
10. Reserves the right to break the tie in any meeting that they are chairing;
11. Shall strive to advocate in the best interest and welfare of the association members; and
12. Assume other duties as may be assigned by the President, the LeadMN governing bodies, or related to the office.

Section C: Treasurer

1. Ensure the overall financial security and accountability of LeadMN;
2. Chair the Fiscal Committee, including fundraising, grants and scholarships review;
3. Monitor all expenditures, reviewing invoices and payroll reports;
4. Oversee the preparation of monthly financial reports and update the Board of Directors, and any relevant committees, on progress and spending related to LeadMN initiatives, programs, and annual program outcomes;
5. Coordinate bill payment procedures with the Executive Director;
6. Serve as Chair of the LeadMN Scholarship Board;
7. Present a report on the annual independent financial audit of LeadMN to the Board of Directors;
8. Provide biannual financial reports during both Fall and Spring General Assemblies;
9. Assist the President, Vice President, Board of Directors, and staff in financial aspects of and implementation of all LeadMN regular and special events and programs;
10. Inform the Board of Directors when line items approach or exceed the budget;
11. Be a part of all meetings and official conversations/correspondence with the LeadMN bookkeeper, and all other financial advisors and entities, and shall be in charge of recording and reporting the on goings of these meetings/discussions to the President and Board of Directors. This includes serving as the official liaison between the accountant/bookkeeper, the LeadMN Fiscal Committee, and the Board of Directors;
12. Shall strive to advocate in the best interest and welfare of the association members; and
13. Assume other duties as may be assigned by the President, the LeadMN governing bodies,

or related to the office.

Section D: Secretary

1. Take minutes at all Executive Board, Board of Directors, General Assembly, and Alumni Association meetings;
2. Serve as Vice Chair of the LeadMN Scholarship Board;
3. Act as the official liaison between the Board of Directors and the LeadMN Alumni Association;
4. Be responsible for the preservation of historical records and their context as it pertains to the past LeadMN legislative agendas, D.C. Summit and Advocacy Day platforms, passed motions of the General Assembly, and the minutes of all Executive Board, Board of Directors, General Assembly, and Alumni Association meetings. This also includes the preservation of any other relevant LeadMN documentation as deemed necessary by the Secretary;
5. Maintain and curate records of any and all changes to LeadMN's bylaws, including recording statements from the Board of Directors on the intent and purpose of said changes;
6. Compile an annual report of the Board of Directors's vision and long term goals for LeadMN and progress made towards them during their term, with clearly defined next steps for the incoming newly elected Executive Board and Board of Directors leaders;
7. Shall strive to advocate in the best interest and welfare of the association members; and
8. Assume other duties as may be assigned by the President, the LeadMN governing bodies, or related to the office.

Article VII: Vacancy, Recall, Removal

The term of officers and Regional Representatives shall be one year in length beginning July 1. In the event of a vacancy of an officer position, the LeadMN special elections policies and procedures go into effect.

Section A: Removal of Regional Representatives

The Board of Directors may remove a Regional Representative by a two-thirds vote at a regular or special meeting of the BoD, pursuant to any applicable federal, state, and local laws and also in accordance with the LeadMN governing documents providing:

1. Breach of these bylaws.
2. Non-compliance with LeadMN policy.
3. Violation of the BoD agreement.
4. Illegal activity directly relating to, or affecting their role within, LeadMN.
5. Failure to fulfill the duties required of their office.
6. Misuse of LeadMN funds.
7. Ineligibility for boardship.
8. Members are absent for two (2) consecutive BoD meetings or four meetings during their term.

Section B: Removal of Officers

The of Directors may remove an officer by a three-fourths vote at a regular or special meeting of the BoD, pursuant to any applicable federal, state, and local laws and also in accordance with the LeadMN governing documents providing:

1. Breach of these bylaws.
2. Non-compliance with LeadMN policy.
3. Violation of the BoD agreement.
4. Illegal activity directly relating to, or affecting their role within, LeadMN.
5. Failure to fulfill the duties required of their office.
6. Misuse of LeadMN funds.
7. Ineligibility for boardship.
8. Members are absent for two (2) consecutive BoD meetings or four meetings during their term.

Section C: Succession

If the President resigns or is removed from the office, the Vice President will assume the Presidential duties until an election is held. A special election shall occur at the next GA or BoD meeting, whichever is first, at which point the Vice President will be able to run in the election for presidency. Candidates will be required to submit a letter of intent by the assigned deadline prior to the special election.

Section D: Filling Vacancies

Executive Board members and Regional Representative seats, other than the President, that become vacant, shall be filled by election. The BoD shall fill the position by a majority vote.

Article VIII: Committees

All LeadMN committee members and Minnesota State System-Wide representatives shall be volunteers amongst the Board of Directors or appointed by the President, unless otherwise specified in these Bylaws.

Section A: Appointment Process

1. The President shall make all existing committee vacancies known at the next upcoming GA or at their discretion via digital communication to all LeadMN members; and
2. Applicants shall submit a letter of intent via email to join the committee within 21 days of when the vacancy is announced; and
3. The President shall announce their appointments at the next Board of Directors meeting; and
4. The Board of Directors must ratify presidential appointments by a simple majority vote at the meeting they are announced; and
5. The Board of Directors may remove any presidential appointment with or without cause by a two-thirds (2/3) vote.

Section B: Committee Chairs

1. The chair of each committee shall have the power to delegate to any committee member such duties as within the capacity of members to conduct to facilitate the accomplishment of the committee's goals;
2. Unless otherwise specified in these Bylaws, the chair of each committee will be chosen by the committee by majority vote at the first meeting of the term;
3. The chair must notify the LeadMN office and individual committee members of any meetings or changes made; and
4. Committee chairs shall be responsible for maintaining meeting minutes and submitting them to the LeadMN Communications Team and committee members; and
5. Should a committee chair vacate their position, a new chair shall be selected by majority vote at the next meeting of said committee.

Section C: Committee Terms

The term of office for the LeadMN committee members shall begin on the date of appointment. Terms of office for all the LeadMN committee members shall end by June 30 of the following calendar year.

Section D: LeadMN Standing Committees

1. The LeadMN Steering Committee shall:
 - a. Consist of any number of Board of Directors members and two (2) non-board members;
 - b. Review working documents, including but not limited to LeadMN's Bylaws and Election Policy, as directed by the Board of Directors or the President;
 - c. Present recommendations to the Board of Directors during at least two (2) separate scheduled Board of Directors meetings, prior to the annual GA review, concerning the association's working documents in accordance with these Bylaws.
2. The LeadMN Fiscal Committee shall:
 - a. Be comprised of the Treasurer, Executive Director, any number of Board of Directors members, and two (2) non-board members;
 - b. Be chaired by the LeadMN Treasurer with the Executive Director serving as Vice-Chair;
 - c. Review and approve requests for additional funding made by members of the Board of Directors for Regional Meetings; and
 - d. Report the association's monthly profit and loss statement and balance sheet at regularly scheduled GA and Board of Directors meetings.
3. The LeadMN Advocacy Committee shall:
 - a. Be comprised of any number of Board of Directors members, the LeadMN Policy Coordinator, and two (2) non-board members;
 - b. Shall have the policy coordinator serving as Vice-Chair;
 - c. Shall work on the development of the advocacy and public policy platform for LeadMN;
 - d. Oversee the implementation of efforts to push that agenda throughout the academic year.

Section E: LeadMN Ad-Hoc Committees

1. Ad-hoc committees may be established by the GA or Board of Directors as they deem necessary and shall:
 - a. Be composed of any number of Board of Directors members and up to two (2) non-board members, unless by a two-thirds (2/3) vote, the Board of Directors changes the membership number to consist of more members. The President shall appoint all members and an interim Chair of the committee and may remove any member, with Board of Directors approval via simple majority vote;
2. Elect a chair from within its membership at their first meeting or the meeting following a vacancy, who shall be responsible for maintaining meeting minutes and submitting them to the LeadMN Communications Manager; and
3. Dissolve by June 30 of each year, unless extended or made permanent.

Article IX: Regions

LeadMN campus communities shall be defined as community, technical, and consolidated community and technical colleges that are recognized by the Minnesota State Board of Trustees and shall be updated in the LeadMN Bylaws whenever the Minnesota State Board of Trustees officially takes action and recognizes them.

Section A: Locations

Campuses residing in these Minnesota communities shall be part of the regions as follows:

- **Region 1: North**
 - Minnesota North College: Hibbing Community College, Itasca Community College, Mesabi Range College - Eveleth and Virginia, Rainy River Community College, Vermilion Community College
 - Fond du Lac Tribal and Community College
 - Lake Superior College
 - Northland Community and Technical College: East Grand Forks and Thief River Falls
 - Minnesota State Community and Technical College: Detroit Lakes and Moorhead
 - Northwest Technical College
- **Region 2: Central**
 - Ridgewater College - Hutchinson and Willmar
 - Minnesota State Community and Technical College - Fergus Falls and Wadena
 - Central Lakes College - Brainerd and Staples
 - Pine Technical and Community College
 - St. Cloud Technical and Community College
 - Alexandria Technical & Community College
- **Region 3: South**
 - Minnesota West Community and Technical College - Canby, Granite Falls, Jackson, Luverne, Pipestone, and Worthington

- Riverland Community College - Albert Lea, Austin and Owatonna
- Minnesota State College Southeast - Red Wing and Winona
- South Central College - North Mankato and Faribault
- Rochester Community and Technical College
- **Region 4: West Metro**
 - Normandale Community College
 - Hennepin Technical College - Brooklyn Park and Eden Prairie
- **Region 5: East Metro**
 - Inver Hills Community College
 - Century College
 - Dakota County Technical & Community College
- **Region 6: The Cities**
 - Minneapolis College
 - Saint Paul College
- **Region 7: Northwest Metro**
 - Anoka-Ramsey Community College - Cambridge and Coon Rapids
 - Anoka Technical College
 - North Hennepin Community College

Article X: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order: Newly Revised shall govern LeadMN in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order LeadMN may adopt.

Article XI: Amendments

The process of amending these Bylaws shall be initiated by the Board of Directors, or members at the General Assembly. Bylaws and other Board policies should be reviewed for clarity and consistency at least once every other year. A two-thirds vote by the Board of Directors shall be required to approve any amendments. Amendments to the Bylaws shall be effective immediately.

Last reviewed and modified in May 2025 by the Board of Directors