

Kingfield Neighborhood Association Bylaw Changes
Executive Summary
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5/21/2021

There are 7 key governance changes in the newly drafted 2021 Kingfield Neighborhood Association Bylaws from previous versions.

The key change is provided below in bold.

- It is followed by a statement of what is the previous Bylaws.
 - The final statement is the rationale for suggesting this change.
1. **Directors must be composed of not less than 5 and not more than 13 individuals.** [Section IV C]
 - The previous Bylaws simply state 13 Directors were required.
 - This change is being suggested to comply with state law that says a minimum of board members must be listed. Having no minimum also meant that technically whenever a Director resigned from the Board of Directors the Board was acting out of compliance and would not be allowed to take actions until another Director was seated.
 2. **All Directors must be individuals (not corporate entities), over the age of 18.** [Section IV C . Note: changing this also effects section [Section IV D.]
 - KFNA amended their Bylaws in 2019 to allow for Directors to be 16 years old.
 - This change is being suggested because youth cannot be held legally liable for the organization, as adult Directors are, and therefore cannot serve on the Board. This change does not affect that 16 year old persons are considered Members and can vote in KFNA elections and could serve the Board as a Youth Advisor.
 3. **There is no limitation on the number of terms a Director may serve, except that Directors must take at least two consecutive years off after serving 6 consecutive years.** [Section IV E]
 - Previous Bylaws limited each person to serving 8 consecutive years.
 - The City of Minneapolis is requiring this change.
 4. **Outgoing Directors retain their duties until New Directors assume their office at the next scheduled Board meeting.** [Section IV F4]
 - Previous Bylaws state that the new Board is seated immediately after voting.
 - This practice leaves an awkward period where it is can be unclear who can make a decision for the organization both up to, and in leading, the next Board of Directors meeting where new Officers are elected.
 5. **New Bylaws do not have a process where alternates are seated.** [Section IV F]

- Previous Bylaws allowed for alternates to the Board of Directors to be seated.
- This change was made because it was felt to be a more open process to hold a mid-term election for a seat.

6. There is not a limit of 1-year terms that any Officer can serve.

- Previous Bylaws capped the President and Vice President at serving four consecutive 1-year terms.
- With the new six year term limits for all Directors, it did not seem important to limit these Officers positions since KFNA has never experienced any person desiring to serve that long.

7. The Corporation has the power to amend the Articles of Incorporation and Bylaws.

- Previous Bylaws allowed for the Corporation (KFNA) to amend the Bylaws in regards to all matters except those having to do with membership.
- This was changed because it is not required under State Law and it causes unnecessary work and expense, and slows down the process, to notify the membership of Bylaw changes as they need to be made.