

GOVERNOR'S ADVISORY COUNCIL ON DIVERSITY AND INCLUSION

BYLAWS

April 19, 2018

ARTICLE I – NAME, PURPOSE, OBJECTIVES

Section 1 - Creation

This advisory council was created by Executive Order 2017-09 and shall be called the Governor's Advisory Council on Diversity and Inclusion.

ARTICLE II – MEMBERSHIP AND OFFICERS

Section 1 – Membership.

Membership is defined by Executive Order 2017-09. All members of the advisory council are volunteers and do not receive compensation for or related to their services as advisory council members.

Section 2 – Duties of the Members.

Members are expected to attend all meetings in person, be on time, adhere to the requirements of RSA 91-A, and be familiar with the Robert's Rules of parliamentary procedure.

Members are expected to accept assignments and perform the tasks given to them in a timely manner.

Members must be open-minded, fair, and courteous in meetings.

Members are expected to familiarize themselves with the issues or problems that come before the advisory council.

Members have a responsibility to courteously call any concerns with the operation of council to the chair, and if the concerns continue, to the attention of the membership.

Members are expected to respect the decisions of the council.

Section 3 – Officers.

Officers will include a chair, vice chair, and a secretary.

The Governor will select the chair. The advisory council shall elect the vice chair and the secretary.

The advisory council will elect the vice chair and the secretary at the first meeting held in January of each year. Elections will begin in January 2019. Upon the resignation of the vice chair or the secretary, the advisory council will fill the vacancy by election at the next advisory council meeting.

Section 4 – Terms for Officer Positions.

The chair will serve at the pleasure of the Governor. The vice chair and the secretary will serve one-year terms and may be re-elected.

Section 5A – Chair Responsibilities.

The chair signs all documents on behalf of the advisory council, supervises the activities of the advisory council, represents or speaks for the advisory council; and presides at meetings.

The chair shall preside over all meetings consistent with parliamentary procedure, including keeping order, remaining fair and open-minded, and ensuring all members of the advisory council have an equal opportunity to meaningfully participate.

The chair shall work with the secretary to create meeting agendas.

The chair will conduct the meeting as outlined on the agenda, unless the council by motion and majority vote approves to amend the agenda.

Section 5B – Vice Chair Responsibilities

The vice chair shall assume the role of the chair when the chair is unavailable.

Section 5C – Secretary Responsibilities

The secretary shall:

Keep all of the advisory council's records on file and keep an up-to-date list of all the members.

Promptly provide copies of all the advisory council's records to the Governor's office so that the same may be posted on the advisory council's webpage.

Notify members of their election to office or appointment to working groups and subcommittees, and furnish them with the proper documents.

Maintain the official documents of the organization in accordance with RSA 91-A, including the bylaws, rules of order, standing rules, correspondence, and minutes.

Notify members of each forthcoming meeting or event.

Take minutes at all meetings in compliance with RSA 91-A, handle correspondence, and prepare the agenda for the meetings.

Provide draft minutes to the council for review and approval and the next monthly meeting.

Ensure that meeting minutes are written and open to public inspection not more than five business days after a meeting.

Bring to each meeting the minutes book, bylaws, rules, membership list, a list of committees and their membership, the agenda, records, ballots, and any other necessary supplies.

Preside over the meeting in the event that the chair and vice chair are unavailable.

Section 6 – Nomination.

Any member may bring forth a nomination for vice chair or secretary. Any member may nominate oneself.

Section 7 – Voting.

The Council will elect the vice chair and secretary by voice vote. The vice chair and the secretary must be elected by a majority of the advisory council membership. In the event that no candidate receives a majority of the vote, the advisory council shall conduct a second vote between the two candidates receiving the highest number of votes during the first voting session.

If any member of the council is participating in a vote by telephone, the chair must conduct a roll-call vote.

ARTICLE III – MEETINGS

Section 1 – Quorum.

The advisory council convenes a quorum when a majority of the members is physically present at a particular location. A majority requires fifty percent plus one of the advisory council's total membership. The council may not establish a quorum through telephonic or electronic presence.

Section 2 – Regular Meetings.

The advisory council will hold at least one meeting per month in Concord, New Hampshire, unless a majority of the membership agrees upon an alternate location. The chair may cancel and reschedule any meeting in the event that it falls on a federal or state holiday. The chair may also cancel and reschedule a meeting on an emergency basis.

Section 3 – Additional Meetings.

The Council may schedule additional meetings when necessary by a majority vote of the membership.

Section 4 – Notice of Meetings.

Notice of all meetings will be posted in at least two locations at least twenty-hour hours prior to the commencement of a meeting. The secretary shall also provide notification of all meetings to members via the email address provided by each member. Any member may arrange an alternative notification method if notification by email is not feasible or practical.

Section 5 – Agenda.

The chair and the secretary will develop the agenda for each meeting. The chair will submit the agenda to the secretary at least three days in advance of the next-scheduled meeting.

Members may submit proposed agenda items to the secretary at least two days in advance of the next-scheduled meeting. The secretary must add all proposed items to the agenda in the order received.

If the council does not reach an agenda item during a meeting session, the secretary will automatically add any unreached item to the agenda for the advisory council's next meeting with priority.

The secretary will submit the draft agenda to the Attorney General, or designee, one day before the next-scheduled meeting. The Attorney General, or designee, will format the agenda and bring copies thereof to the meeting.

Section 6 – Minutes

The secretary must keep meeting minutes that must include:

The names of the members present;

The names of persons appearing before the body;

A brief description of each subject discussed; and

A description of all final decisions made, including all decisions to meet in non-public session.

“Final decisions” include actions on all motions made, even if the motion fails. A clear description of the motion, the person making the motion, and the person seconding the motion should also be included.

ARTICLE IV – MOTIONS AND VOTING

Section 1 – Presentation of Business.

The advisory council may accept information and presentations from members of the council and the public. The advisory council may discuss and debate the contents thereof by orderly discussion.

Section 2 – Presentation of Action-Items.

Action items must be presented by motion consistent with parliamentary procedure. Action-items are any formal or informal action taken on behalf of the council or in the council’s name. This includes, but is not limited to, sponsoring a public event or releasing a formal report or recommendation to the Governor.

Upon such a motion, the chair shall open debate or discussion on the action-item proposal. Such debate and discussion shall be conducted consistent with parliamentary procedure.

The chair must ensure that each member desiring to speak on a particular action-item has the opportunity to do so before permitting a member to speak for a second time on the same topic.

Section 3 – Voting.

A majority of the council membership must adopt motions related to action items.

A majority of the membership participating at a meeting at which there is a quorum must adopt all other motions.

Two-thirds of the Council membership is required to pass a motion to adopt, amend, or suspend the rules of the council.

If any member of the council is participating in a vote by telephone, the chair must conduct a roll-call vote.

ARTICLE V –WORKING GROUPS AND SUBCOMMITTEES

Section 1 – Creation

The council may create working groups and standing subcommittees by a majority vote of the members present at a meeting at which there is a quorum.

The council should consider creating a standing subcommittee, rather than convening a working group, when it intends to convene the group on a standing basis, rather than a temporary basis. The council shall clearly designate any such convened group as a working group or a subcommittee at its inception.

Section 2 – Membership

Working-group and subcommittee membership will be on a voluntary basis.

Working groups may be of any size, but will typically include three or four council members. Working groups may also engage members of the public.

Subcommittees may also be of any size, but will typically include three or four council members. Subcommittees may also engage members of the public.

Section 3 – Leadership

Working groups and subcommittees may elect their own chairs and vice chairs, as necessary.

Section 4 – Meetings

All subcommittees and working groups comprised of a quorum of the advisory council must comply with the meeting procedures outlines in Article III, except that any reference to the “chair” in Article III shall refer to the chair of the working group or subcommittee, if any, for purposes of meetings conducted pursuant to Article V.

Subcommittees must comply with the requirements of RSA 91-A.

If a working group’s membership includes a quorum of the council membership, it must also comply with the requirements of RSA 91-A.

Working groups and subcommittees are responsible for ensuring that they conduct all meetings consistent with the requirements of RSA 91-A, as necessary, including posting notice of meetings, maintaining minutes, and maintaining its records. Working groups and subcommittees are also responsible for forwarding all public records, agendas, and minutes to the advisory council secretary, as necessary.

Section 5 – Function

Working groups and subcommittees may only undertake the tasks authorized by the council. Working groups and subcommittees shall not have any authority greater than that of the council or granted thereto by the council. Working groups and subcommittees may work with members of the public to fulfill their charge. A working group or subcommittee may move to increase its authority at any meeting at which a quorum is present.

Working groups and subcommittees do not have the authority to bind or make any decision, recommendation, or representation on behalf of the council. Rather, working groups and subcommittees must present their findings and recommendations to the council for approval.

Working groups and subcommittees will provide updates at monthly council meetings, as necessary.