

Montana Council Bylaws

Meetings & Elections Compliance Calendar & Checklist

1. Executive Board Meetings

- a. Meetings shall be held not less than four (4) times annually.
- b. Special meetings shall be called by the Executive Committee of the Executive Board or the President within thirty (30) calendar days upon the written request from one-fifth (1/5) or more members of the Executive Board.
- c. Notice of meeting and required reports/information shall be provided not less than five (5) business days in advance of scheduled meetings (electronic transmission is the same as in writing).
- d. Meeting started after the standard close of the business day (5:00 p.m.) on the day of the meeting shall have that day counted as one (1) business day.
- e. No business may be transacted that is not the subject of prior notice. The published agenda shall constitute the required prior notice of subjects of business to be discussed.
- f. Quorum shall be 20% of members.

2. Executive Committee Meetings

- a. Meetings may be called at any time by the President.
- b. As a general practice, the Executive Committee will meet each month on the second (2nd) Wednesday of the month beginning at 6:00 p.m.
- c. Special meetings shall be called by the President within thirty (30) calendar days upon the request in writing from three (3) or more members of the Executive Committee.
- d. Notice of meeting and required reports/information shall be provided not less than three (3) business days in advance of scheduled meetings (electronic transmission is the same as in writing).
- e. Meeting started after the standard close of the business day (5:00 p.m.) on the day of the meeting shall have that day counted as one (1) business day.
- f. No business may be transacted that is not the subject of prior notice. The published agenda shall constitute the required prior notice of subjects of business to be discussed.
- g. Notice of meeting and required reports/information shall be provided not less than three (3) business days in advance of scheduled meetings.
- h. Quorum shall be 20% of members.

3. Committees of the Board and Other Committees

- a. The committees shall function throughout the year, meeting as often as may be necessary in the judgment of the committee chair, President, or Scout Executive.
- b. Notice of meeting and required reports/information shall be provided not less than three (3) business days in advance of scheduled meetings (electronic transmission is the same as in writing).
- c. Meeting started after the standard close of the business day (5:00 p.m.) on the day of the meeting shall have that day counted as one (1) business day.
- d. No business may be transacted that is not the subject of prior notice. The published agenda shall constitute the required prior notice of subjects of business to be discussed.
- e. Quorum shall be 20% of members.

4. Meetings of the Montana Council

a. Annual Meeting

- i. Meetings shall be held at such place within the corporation's territory, or on property that is owned or leased by the corporation that is not located within the corporation's territory.
- ii. Executive Board of the corporation shall determine the date and time of the meeting.

- iii. The proposed agenda, notice, and election procedures should be reviewed in conference by the President, Scout Executive, and Area Director well in advance of the meeting (i.e. prior to the board meeting which is three (3) months before the annual meeting).
- iv. At least ninety (90) calendar days prior to the date of the Annual Meeting the President shall appoint, with the approval of the Executive Board, not less than three (3) active members of the Council not then officers to serve as a nominating committee
- v. Written notice of the Annual Meeting shall be provided to each member entitled to attend the meeting between forty five (45) and sixty (60) calendar days prior to the meeting identifying the nominating committee so that members may make recommendations of possible nominees to the nominating committee. Recommendations shall be made in writing at least thirty (30) calendar days prior to the date of the Annual Meeting. (electronic transmission is the same as in writing)
- vi. Purpose
 - 1. Receive annual reports of the Executive Board, officers, and various committees
 - 2. Elect members-at-large, associate, and honorary members of the Montana Council. Montana Council representatives to the National Council, and regular members of the Executive Board. No nominations can be made from the floor at the Annual Meeting.
 - 3. Receiving and approving financial statements showing the financial position of the Montana Council as of the close of the most recent fiscal year, and results of operations during said year.
 - 4. Transacting such other business as may come before the meeting. No business may be transacted that is not the subject of prior notice. The published agenda shall constitute the required prior notice of subjects of business to be discussed.
 - 5. Quorum shall be 10% of the active members of the Montana Council

b. Other Regular Meetings

- i. Meetings shall be held at such place within the corporation's territory, or on property that is owned or leased by the corporation that is not located within the corporation's territory.
- ii. Executive Board of the Montana Council shall determine the date and time of the meeting by resolution of said Board.
- iii. Written notice of any Regular Meeting shall be provided to each member entitled to attend the meeting at least twenty (20) calendar days in advance. (electronic transmission is the same as in writing)
- iv. No business may be transacted that is not the subject of prior notice except in an emergency declared by the Montana Council Key 3. The published agenda shall constitute the required prior notice of subjects of business to be discussed.
- v. Quorum shall be 10% of the active members of the Montana Council

c. Special Meetings

- i. Meetings shall be held at such place within the corporation's territory, or on property that is owned or leased by the corporation that is not located within the corporation's territory.
 - 1. A special meeting called to consider a proposal to merge or consolidate with one (1) or more corporations which are chartered local councils of the Boy Scouts of America may, to the extent permitted by law, be held in the territory of one (1) of such other corporations if the President or the Executive board shall specify.
- ii. Meetings may be called by the President or the Executive Board at any time and shall be called within sixty (60) calendar days upon the request of one fifth (1/5) of the active members of the Montana Council.

- iii. Written notice of any Special Meeting shall be provided to each member entitled to attend the meeting at least twenty (20) calendar days in advance. (electronic transmission is the same as in writing)
- iv. No business may be transacted that is not the subject of prior notice except in an emergency declared by the Montana Council Key 3. The published agenda shall constitute the required prior notice of subjects of business to be discussed.
- v. Quorum shall be 10% of the active members of the Montana Council

d. Committee on Programs and Resolutions

- i. At least sixty (60) calendar days prior to each regular meeting of the Montana Council including the Annual Meeting, the President may appoint, with the approval of the Executive Board, not fewer than three (3) nor more than five (5) active members of the Montana Council to serve as a committee on program and resolutions for the next regular meeting.
- ii. Notice of such meeting provided to members of the Montana Council shall announce membership of said committee and shall invite written suggestions for each active Montana Council member for arrangement of programs and resolutions to be considered at the meeting. (electronic transmission is the same as in writing)
- iii. The Committee shall consider and present to the meeting of the Montana Council or to the appropriate committee of the Executive Board, with recommendations, all suggestions made to it at least five (5) business days prior to the meeting or which it itself proposes for consideration and action.
- iv. If a Committee on Programs and Resolutions is appointed, no resolution shall be considered at any regular meeting of the Montana council unless first presented to or proposed by said committee in accordance with the Montana Council bylaws (Section 6).

5. Elections of the Montana Council

a. Montana Council Elections

- i. Purpose
 - 1. To elect Montana Council members at large, associate and honorary members of the Montana Council, regular members of the Executive Board, and Montana Council representatives to the National Council.
- ii. Those eligible to vote
 - 1. Chartered organization representatives registered and currently representing chartered organizations within the district's geographical boundaries. (see "chartered organization representative" below.)
 - 2. Registered duly elected council members at large
- iii. Time of elections
 - 1. The date, time, and place of the annual business meeting of the local council is specified by the Executive Board of the corporation as prescribed by the council's bylaws.
- iv. Process
 - 1. At least ninety (90) days prior to the date set for the annual business meeting of the Montana Council the President shall appoint a nominating committee, subject to board approval, of not fewer than three (3) active council members who are not then officers. Consideration may be given to adding the immediate past council president even if he/she is an officer, and the inclusion of one (1) or two (2) persons of the highest community stature who are not active members of the Montana Council. No member of the nominating committee shall be eligible for nomination as an officer or member of the Executive Committee.
 - 2. The members of the nominating committee will be identified to members of the council between sixty (60) and forty five (45) days prior to the annual council business meeting so that names may be given to them for consideration.

3. Suggested nominees from registered members of the Montana Council are to be considered if they are received in writing no less than thirty (30) days prior to the annual business meeting. Those who offer names to the nominating committee should supply some background information but should not have secured the permission of the person to be nominated or whether they will serve if elected.
4. The nominating committee will meet with the Scout Executive, serving as the secretary and having no vote, for the purpose of selecting a slate of nominees for election.
5. Nominations received in writing within the allowable time from members of the Montana Council not on the nominating committee are given serious consideration. Each such nomination should be acknowledged with a brief letter of thanks and the assurance that the candidate will be considered.
3. To provide a fair and orderly nominating process, nominations will not be accepted from the floor at the time of election. This procedure also permits sufficient time to consider in advance all aspects of a nominee's suitability to serve.
4. The nominating committee will select a slate consisting of a single candidate for each council officer position and no more than the legally allowable number of persons for each of the following categories: Montana Council members at large, Executive Board members, associate and honorary members, Montana Council representatives to the National Council; however, the committee may elect not to completely fill the associate and honorary member categories.
5. The nominating committee will then ensure that sufficient copies of the ballot are printed and that one is provided to each official voting member present at the Montana Council annual business meeting. The order of listing on the ballot is as follows:

Members at large, Voting

Montana Council members at large

Montana Council Executive Board members

Montana Council officers (except Scout Executive) elected by the Executive Board

Montana Council representatives to the National Council

Not Members at Large - Non-Voting

Montana Council Advisory Board members

Associate members

Honorary members

6. Following the elections it is important to notify those elected, to congratulate each, and to register those not already registered as active members of the Boy Scouts of America.

v. Details and Contingencies

1. Newly elected officers, Executive Board members and Montana Council members at large take office immediately following the meeting where they are elected.
2. Should any portion of the nominating committee's report be rejected, another slate must be presented at a subsequent meeting. The new slate may or may not reflect different candidates and is once again based upon the nominating committee's recommendations. Whenever a slate is rejected, a meeting to consider the new slate must be held no more than sixty (60) days after the annual business meeting. During that period the nominating committee should review any write-in nominations and comments from the meeting where the slate was rejected and to address the concerns leading to the rejection of the original slate.
3. Formal notice of the rescheduled meeting, stating the purpose, etc., should be sent to eligible voters. The nominating committee should, at the rescheduled

meeting, be called upon by the President to proceed with that portion (or portions) of the election that was not completed.

4. In the event that a resolution is still not obtained, the process described in "2" above will be followed once more. Failing resolution the second time, the President may (a) elect to entertain a motion to follow the process in "2" above once again, or (b) dismiss the present nominating committee and appoint a new one which will meet and draw up a slate to be presented according to the guidelines above.
5. Because regular members of the Executive Board and Montana Council members at large take office immediately following the Montana Council annual business meeting (local council Bylaws, Article III, Section 2, Clause 1 and Article IV, Section 3) they assume office as soon as the Montana Council annual business meeting is adjourned.
6. Voting should be done by ballot. The nominating committee's slate, having been printed and distributed to eligible voters at the meeting, may be used as an official ballot should there be the need.
7. The chair of the nominating committee may "move the acceptance of the category under consideration and instruct the secretary to cast a unanimous ballot for the proposed nominees." If this motion is carried, there is no need to collect the printed ballots.
8. If the "unanimous ballot" motion is defeated then the President immediately will appoint tellers from among the active, registered members present to collect and tally the ballots. It may be helpful to have eligible voters sign their names so that their eligibility can be checked.
9. *Note: Use Council Nominating Worksheet, No 513-331(09).* or access a copy from MyBSA by linking to Strategic Performance under Resources. The form can also be accessed online as a "fill in" form.

b. Districts of the Montana Council Elections

- i. Purpose
 1. To elect District officers and district members at large
- ii. Those eligible to vote
 1. Chartered organization representatives registered and currently representing chartered organizations within the district's geographical boundaries. (see "chartered organization representative" below.)
 2. Registered district members at large duly elected at the last annual district committee meeting or during the interim at a regular, duly called district committee meeting.
 3. Registered council members at large residing in the district
- iii. Time of Elections
 1. The district committee meeting immediately preceding the Montana Council annual meeting should be the district annual meeting
- iv. Process
 1. Ninety (90) days prior to the district annual meeting, the district chair will submit suggestions for members of the nominating committee to the President for approval. This committee should consist of three (3) to five (5) members. The President has the discretion to add or delete names for the nominating committee from the council Executive Board or the community at large. It is recommended that the President appoint a member of the council Executive Board to serve on this committee. In the event of a vacancy in the office of district commissioner, the President may ask the Council Commissioner to serve on the nominating committee.
 2. When approval is received from the President the nominating committee will meet with the district executive as adviser to form the slate comprised of nominees for district chair, one (1) or more vice-chairs, and district members

at large, plus a nominee to be submitted by the district chair for council Executive Board approval to serve as district commissioner

3. The nominating committee not only will agree on the slate but also will secure the nominees' permission to stand for election and to serve if elected.
4. The members of the nominating committee will be identified to the district members of the local council between sixty (60) and thirty (30) days prior to the annual district committee meeting so that suggestions may be given to them for consideration. (This information may be included in one formal notice of the annual meeting.)
5. Suggestions may be made in writing to the nominating committee for inclusion in its report providing the nominees thus entered are received by the nominating committee at least two (2) weeks prior to the annual meeting of the district. If accepted by the nominating committee, the candidate will be contacted by the nominating committee and permission received from the person to stand for election and to serve.
6. To provide a fair and orderly nominating process, nominations will not be accepted from the floor at the time of election. This procedure also permits sufficient time to consider in advance all aspects of a nominee's suitability to serve.
7. At the district annual meeting the district chair will call upon the chair of the nominating committee for the committee's report and "turn over the chair to conduct the elections."
8. The chair of the nominating committee will present first the committee's nominees for district members at large; call for a motion, second, and vote.
9. The chair of the nominating committee then will present the committee's nominees for district chair and vice-chairs; call for a motion, second, and vote.
10. The district commissioner is to be an elected member at large but is offered for appointment and approval as district commissioner by the council Executive Board through the report of the district nominating committee and with the concurrence of the Scout Executive. The district commissioner is not elected at the district annual meeting.
11. Vote of the majority of the members present at the district meeting is required for election.

v. Details and Contingencies

1. Newly elected officers and members at large take office immediately following the district business meeting.
2. If any portion of the nominating committee's report is rejected, this portion must be reintroduced at a special or adjourned or recessed meeting of the district committee to be held within thirty (30) days of the present meeting. Formal notice of this meeting must be sent to eligible voters immediately so that it is received at least two (2) weeks prior to the meeting. Additional names may be submitted to the nominating committee during that period. The nominating committee will, at the next meeting, proceed with the portion of the election that failed passage. It is hoped that the nominating committee members will discover the reasons for the failure of acceptance and attempt to deal with them.
3. In the event that a resolution is still not obtained, then the matter will be referred to the President and/or Executive Board for final resolution.
4. Because members at large take office immediately following the district business meeting, they and the chartered organization representatives are eligible to vote at postponed elections if they were elected and the officers' slate was not accepted.
5. Voting may be done by ballot but voice or hand votes are acceptable since a district is a non-policymaking body. If ballots are used, the secretary should be instructed to collect ballots only from those eligible to vote, marked with the name of eligible voters and counted by clerks appointed by the chair of the

nominating committee. A motion to cast a unanimous ballot for the proposed candidates is acceptable.

6. *Note: Use District Nominating Worksheet, No. 513-332 or access a copy from MyBSA by linking to Strategic Performance under Resources. The form can also be accessed online as a "fill in" form.*

7. *Note: Council Bylaws are the "final word."*

vi. Chartered Organization Representative

1. The chartered organization representative is automatically a voting member of the Montana Council and the district upon the selection or appointment by the community organization and when registered as a member of the Boy Scouts of America. The individual is to be registered during the time that the chartered organization designates this person as chartered organization representative and shall have one (1) vote.

2. Primary responsibilities are (1) help units to be successful and (2) serve as liaison between the chartered organization and Scouting.

3. The chartered organization representative is encouraged to become an active, participating member of one of the district's committees.