



minnesota
employee
relocation
council

MERC Bylaws as of April 20, 2010

ARTICLE I – Name and Purpose

Section 1. Name. The name of the organization is MINNESOTA EMPLOYEE RELOCATION COUNCIL. The authorized abbreviation of the name of the organization is MERC.

Section 2. Purpose. The Minnesota Employee Relocation Council is a professional organization. The MERC objective is to:

- Provide opportunities to exchange information and ideas.
- Provide education opportunities for individuals involved in relocation.
- Foster cooperation within the industry to meet the needs of relocation professionals, corporations, service providers, transferees and their families.

This organization is recognized as a 501 (c)(6) tax-exempt, non-profit organization.

ARTICLE II – Membership

Section 1. Eligibility. Regular membership in the organization shall be open to all organizations and individuals who meet the eligibility requirements herein.

Members are:

- a) Corporations and their company-paid employees who are engaged in the corporation's internal relocation function for purposes of transferring their corporation's employees.
- b) Companies who are directly involved in providing relocation products and/or services to the corporate relocation industry. Memberships shall be allocated between the "primary business activity" categories of service providers listed in Article II, Section 2. No individual category shall exceed membership limits set from time to time, as deemed necessary, by the Membership Committee.
- c) Individuals who are retirees from Corporations and Companies as aforementioned or are in transition and not presently receiving company pay.

Ultimate discretion, with regard to membership application, rests with the Membership Committee in maintaining an equitable balance within the membership to best serve the purpose of the organization as described in Article I, Section 2.

The addition of new "primary business activity" categories of service providers shall be at the discretion of the Executive Board, upon recommendation by the Membership Committee. The Membership committee reserves the right to evaluate any documentation requested to substantiate compliance with eligibility requirements under any category of MERC membership.

Section 2. Categories.

Category I: Corporate memberships shall consist of corporations and their company paid employees who meet the eligibility criteria described in Section 1.

Category II: Service memberships shall consist of companies who meet the eligibility criteria described in Section I, whose primary business activity is:

- a. Real estate company with a Relocation Department/Manager
- b. Real estate appraisal company (national, professional; industry designations only)
- c. Household goods carrier
- d. Third-party relocation management company
- e. General inspection company
- f. Consulting organization who contracts with corporate relocation professionals on issues such as policy analysis, development, administration or cultural and family concerns
- g. Financial institution with a Relocation Department/Manager
- h. Interim living resource
- i. Destination services
- j. Other relocation-related service/product

Category III: Individual members may consist of Corporate or Service Retirees or former employees or either, in transition and not receiving company-paid benefits and has no business affiliations with any particular entity.

Section 3. Admission to Membership. Applications for regular memberships shall be made on-line and forwarded to the Membership Committee Chairperson. The application for membership can be obtained on the MERC Web Site located at www.mnerc.org. The Membership Committee will evaluate the eligibility for membership in accordance with the aforementioned categories and criteria. Membership shall become effective upon acceptance by the Membership Committee. Membership is subject to annual payment of dues within thirty (30) days of invoice and billed annually in December for the upcoming year.

Section 4. Member Representatives. When a company makes application for membership, it shall provide the Membership Committee with the name of a primary contact and names of individuals to be designated as member representatives. The primary contact from each member company shall be responsible for making changes of individual representatives of the member company by which he or she is employed on-line in the Membership section on the MERC Web Site. Individual members will have the responsibility to maintain their own record and notify the Membership chair of any changes to their eligibility within this category.

Section 5. Termination of Membership. Membership shall be deemed to be terminated if dues are not paid within thirty (30) days of invoice.

ARTICLE III – Meeting of Members

Section 1. Voting Rights. Each MERC member or member of a registered member company shall be entitled to vote on each matter submitted to the membership.

Section 2. Meeting Schedule. Meetings of members shall be held according to a schedule determined each calendar year. The meeting schedule will be posted on the MERC Web Site located at www.mnerc.org.

Section 3. Notice of Meeting. Notices stating the place, day and time of any meeting of members shall be sent by e-mail to all members not less than seven (7) days before the date of such meeting. The purpose of the meeting shall be stated in the notice.

Section 4. Quorum. A quorum is defined as a one-third full of all registered member companies. If a quorum is not present at any meeting, the meeting may be adjourned or voting on a scheduled matter may be canceled at the discretion of the President.

Section 5. Voting by E-mail, Mail or Fax. When it is not expedient to call a meeting of members, a vote by e-mail, mail or fax on any question on which an expression is deemed necessary may be taken by the President or Secretary with the approval of two other Executive Committee members. Notice of the result shall be given to all member companies within thirty (30) days of completion of the vote.

ARTICLE IV – Officers

Section 1. Officers. The officers of the organization shall consist of a President, Vice President or Co-Vice President, Secretary and Treasurer. No two offices may be held at the same time by the same person.

Section 2. Executive Committee. The Executive Committee shall be comprised of the organization's officers and the Chairperson of the Membership, Web Site, Community Cares and Education Committees.

Section 3. Election and Term of Office. The officers of the organization shall be elected by e-mail ballot prior to the Annual Meeting. Each officer shall be elected for a term of two (2) years from May 1 thru April 30. The offices of President, Vice President, Treasurer, Secretary, Membership Chairperson, Web Site Committee Chairperson, Community Cares Committee Chairperson and Education Committee Chairperson will be selected from both Corporate and Service members. Preferably the position of President alternates between a Corporate and a Service Member. All registered members will be entitled to vote for these offices.

Section 4. President. The President shall be the principal executive officer of the organization and shall in general manage all the business and affairs of the organization. He or she shall preside at all meetings of the members. The President may sign with the Secretary or any other proper officer of the organization any contracts, leases or other instruments which the Executive Committee has authorized to be executed.

Section 5. Vice President or Co-Vice President. In the absence of the President or in the event of his/her inability or refusal to act, the Vice President or Co-Vice President shall perform the duties of the President and when so acting shall have all powers of the President and be subject to the same restriction. The Vice President or Co-Vice President shall perform the duty of Chairperson of the Annual Conference.

Section 6. Treasurer. The Treasurer shall be in charge of the organization's funds and records. As treasurer, he/she shall collect all member dues and assessments, shall have established proper accounting procedures for the handling of the organization's funds and shall be responsible for the keeping of the funds in such bank as is approved by the Executive Committee. He/she shall report on the financial condition of the organization at all meetings and at other times when called upon by the President. At the expiration of his/her term of office he/she shall deliver over to his/her successor all MERC books, moneys and other property in his/her charge.

Section 7. Secretary. As Secretary of the organization, he/she shall be responsible for the proper and legal e-mailing of notices to members, compile meeting minutes, see that accurate records are kept on all members and in general perform all duties incidental to the office of the Secretary.

Section 8. Vacancy. The Board shall have the authority to fill any vacancy in any Office or any Directorship occurring through any cause other than expiration of the term of office.

ARTICLE V – Fiscal and Elective Year

Section 1. The fiscal year of the organization shall run from January 1 through December 31 inclusive. The elective year of the organization shall be from May 1 through April 30 inclusive.

ARTICLE VI – Committees

Section 1. Committee Members. Members will be asked to volunteer for committees at the Annual Conference. The Conference Committee will have sign-up sheets available at the registration table.

Section 2. Membership Committee. There shall be a Membership Committee consisting of registered members. This committee will meet regularly to ensure that membership guidelines are reflective of the needs of the organization which includes the education of new members as to MERC guidelines including the “no business solicitation at MERC meetings or functions”. The Membership Committee will emphasize that there is a risk of losing membership if any solicitation is reported to the Membership Committee and investigation by that Committee confirms that this has occurred. The Membership Committee will be responsible to maintain a complete and accurate membership list. The webmaster will e-mail annual dues invoices to the primary contact of member organizations no later than December 30th of each year.

Section 3. Annual Conference Committee. There shall be an Annual Conference Committee consisting of registered members. Committee members are responsible for planning and presenting a local annual one-day meeting. The purpose of the meeting shall be to provide a range of educational sessions of interest to members and other area relocation professionals.

Section 4. Education Committee. There shall be an Education Committee consisting of registered members. This Committee will plan and coordinate educational topics to be presented in conjunction with regularly scheduled member meetings.

Section 5. Web Site Committee. There shall be a Web Site Committee consisting of Category I, Category II and/or Category III members. This Committee will maintain and update the MERC Web Site located at www.mnerc.org to include such items as meeting dates, information on previous meetings, topics of interest and Web Site sponsorships.

Section 6. Community Cares Committee. There shall be a Community Cares Committee consisting of Category I and Category II members. This Committee will be responsible for coordinating the charitable contributions and community involvement of MERC. This Committee will be responsible for the annual Holiday Meeting typically held in December. The main focus of this committee is to keep MERC focused on giving back to the communities that we work and live in.

ARTICLE VII – Dues and Fees

Section 1. Annual Dues. The amount of dues shall be established by the Executive Committee to cover reasonable expenses of the organization, maintaining the organizations non-profit status. Membership dues and conference fees will be reviewed annually by the Executive Committee. Changes will be implemented upon approval of the Executive Committee. Each primary contact member of the member company shall be responsible for payment of the dues.

ARTICLE VIII – Books and Records

Sections 1. Books and Records. The organization shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its member representatives as well as keep a record giving all the names and addresses of all its member companies and their representatives.

ARTICLE IX – Checks, Deposits and Funds

Section 1. Checks, Drafts and Funds. All checks, drafts or other orders for payment of money shall be signed by the appropriate officer of the organization as determined by resolution of the Executive Committee.

Section 2. Deposits. All funds of the organization shall be deposited in a timely manner to the credit of the organization in such banks as the Executive Committee may select.

ARTICLE X – Amendments to Bylaws.

Section 1. Procedure. These Bylaws may be altered, amended or repealed and/or new Bylaws may be adopted by a majority of the registered member companies via on-line voting. An e-mail notice shall be provided to all member companies at least seven (7) days prior to a vote affecting the Bylaws.

Section 2. Notice. Bylaws will be posted to the Web Site and membership will be notified within 60 days.