

## BYLAWS

### ALASKA MUNICIPAL LEAGUE

*Adopted: November 12, 1991  
Amended: August 3, 1994  
Amended: November 20, 2005  
Amended: August 12, 2009  
Amended: August 15, 2019  
Amended: August 14, 2020*

#### ARTICLE I Purposes and Objectives

The purpose of the Alaska Municipal League is as follows:

- a. To safeguard the interests, rights, and privileges of Alaskan municipalities as they may be affected by Federal and State governmental actions.
- b. To secure cooperation among municipalities of the State in a thorough study of local problems and in the application of efficient methods of local government.
- c. To provide means whereby municipal officials may interchange ideas, experiences, and obtain expert advice.

The objectives of the Alaska Municipal League are as follows:

- a. To perpetuate and develop the League as an agency for the cooperation of municipalities in the state of Alaska for the practical study of municipal affairs.
- b. To promote application of the best methods in all branches of municipal service by holding at least one conference annually for the discussion of problems of administration.
- c. To gather and circulate information and experience concerning the most approved methods of municipal administration.
- d. To secure general and municipal legislation at the state and federal levels which will be beneficial to the municipalities and inhabitants thereof, and to oppose legislation injurious thereto.
- e. To engage in the study and preparation of uniform ordinances, resolutions, and practices; and to do any and all other things necessary and proper for the benefit of the municipalities of Alaska.
- f. To develop appropriate membership services and programs that strengthen Alaskan local governments' ability to govern their own affairs and improve the well-being and quality of life of their constituents.

#### ARTICLE II Associate and Affiliate Membership

**Section 1.** Any unincorporated community, commercial or civic club, educational or government agency, organization, or commercial firm, or individual, interested in the improvement and welfare of municipal government, may be accepted by the Board as an Associate of the League. Associates shall not have a vote.

**Section 2.** Any non-profit association of municipal officials, whose membership may include non-municipal officials, but whose bylaws give majority control of the governing body of the organization to municipal officials within the organization, or any municipal or Rural Education Attendance Area school district (REAA), may be accepted by the Board as an Affiliate.

**Section 3.** Annual fees and dues for each associate and affiliate, respectively, shall be established by the Board of Directors. Failure to pay Affiliate dues or Associate fees shall be cause for cancellation of membership.

### **ARTICLE III Board of Directors**

**Section 1.** The director districts shall include the municipalities listed in Annex I, below. In the case of formation of a new municipality, it shall be included in the district of its closest neighboring municipality.

**Section 2.** A quorum shall consist of a majority of the Board of Directors. More than one-half (1/2) of the votes, excluding blanks, cast where a quorum is present, shall constitute a majority vote.

**Section 3.** Unless inconsistent with these bylaws or with the Articles of Incorporation, all questions of parliamentary procedure shall be decided according to Roberts' Rules of Order.

**Section 4.** A vacancy on the Board of Directors shall occur when the person holding the office resigns, ceases to hold an elective position in a member municipality, or otherwise becomes unable to perform his or her duties as a Board member.

**Section 5.** The Board may declare an office vacant if the person holding that office fails to attend two (2) consecutive board meetings without receiving prior approval from the President.

**Section 6.** The adoption of any amendment to these bylaws shall not operate to shorten the term of any person previously elected to the board.

**Section 7.** Recognizing and expanding on those organizations explicitly enjoying ex-officio non-voting status under Article VI, Section 1 and 2 of the Articles of Incorporation (Restated), that status includes the following organizations, represented by municipal employees thereof:

Alaska Association of Municipal Attorneys  
Alaska Association of Municipal Clerks  
Alaska Municipal Management Association

Alaska Government Finance Officers Association  
Alaska Association of Assessing Officers  
Alaska Fire Chiefs Association  
Chair(s) of the AML Legislative Committee  
Alaska representative to National Association of Counties  
Alaska representative to National League of Cities

**ARTICLE IV**  
**Officers and Delegates**

**Section 1.** The President presides at all board meetings and at the annual business meeting, represents the Alaska Municipal League in all official capacities, and appoints committees, as provided in these bylaws. The President must have served on the AML board of directors; no president may be eligible to serve more than two (2) consecutive, full terms.

**Section 2.** The Vice-President chairs the Resolutions Committee, is the Secretary, and performs the duties of the President in the President's absence. The Vice-President shall fill a vacancy in the office of President for the unexpired term. That succession shall not prohibit service for the subsequent full term as President.

**Section 3.** The Treasurer shall serve as an officer of the board and shall chair the Finance Committee. A vacancy in the office of Vice-President shall be filled by succession of the Treasurer to that office.

**Section 4.** All officers shall be elected annually during the Annual Business Meeting.

**Section 5.** A vacancy in the office of Treasurer or a delegate to a regional or national organization shall be filled by appointment by the President, subject to the approval of the Board of Directors. The appointee shall serve until the next annual meeting.

**ARTICLE V**  
**Committees**

**Section 1.** The President shall appoint all special and standing committees, except for the Resolutions committee, which shall be appointed by the Vice-President. The President and Executive Director shall serve as non-voting, ex-officio members of all committees.

**Section 2.** There shall be a standing Legislative Committee with at least one representative from each director district to develop AML's legislative policies, positions, priorities. The composition, organization and duties of the Committee shall be established by the Board of Directors. However, to be appointed to the

Legislative Committee, the candidate must first provide a written commitment of financial support, as may be required by the Board of Directors.

**Section 3.** The President shall appoint a Nominations and Credentials Committee each year, prior to the annual meeting. The Vice-President shall appoint a Resolutions Committee each year, prior to the annual meeting.

**A.** The Nominations and Credentials Committee shall consist of not more than five (5) delegates, at least one of whom shall be a Past President. The committee shall review nominations for each expired or vacant office to determine the qualifications of each nominee for the office for which nominated. The committee shall prepare a slate of candidates consisting of all nominees who meet the qualifications for the office for which the committee shall attempt to obtain sufficient additional qualified nominees to provide a slate of candidates with at least two nominees per office; provided only one nominee need be provided for the office of director of a district that is a single municipality district. Nominees must have a written commitment of financial support from their municipality to qualify as a candidate for office. The Board of Directors may prescribe the type and extent of commitment required. The committee's slate of candidates shall be presented to the President prior to the annual meeting for balloting by the member municipalities voting at the business meeting.

**B.** The Resolutions Committee shall consist of eight (8) elected or appointed municipal officials. Each policy statement and resolution accepted by the committee shall be presented at the annual meeting for ratification by a majority vote of the member municipalities voting at the business meeting.

**Section 4.** The President may appoint an Articles and Bylaws Committee. The Committee shall consist of not more than five (5) members appointed at large, to provide for statewide representation. The Committee shall review the Articles of Incorporation and Bylaws at the direction of the President and submit its recommended amendments to the Board of Directors at least ninety (90) days prior to the annual meeting.

**Section 5.** There shall exist an Executive Committee, to be comprised of two past presidents, the current president, vice president, and treasurer. In the case of a vacancy in past presidents, the president shall appoint from other past presidents currently serving on the Board of Directors. The Executive Committee shall serve to consult regularly with the Executive Director, serve in official capacities as needed, and assist in the health and direction of the organization. No formal action can be taken by the Executive Committee.

**Section 6.** No committee may create financial liability unless approved by the Board of Directors.

**ARTICLE VI**  
**Executive Director**

**Section 1.** The Executive Director shall be employed by the Board of Directors and shall serve at the pleasure of said board. The Board shall establish the salary and qualifications of the office. The Executive Director shall serve as manager and be in charge of the League office, shall have custody of, and be responsible for, all records, papers, and documents of the League, serve as a non-voting, ex-officio member of all committees, serve notice of meetings, and keep an accurate record of all proceedings of League activities at the annual meeting. The Executive Director may fill other League positions, as established by the Board.

**ARTICLE VII**  
**Annual and Special Meetings of the League**

**Section 1.** The Executive Director shall send a sixty (60) day notice of the time and place of the annual meeting.

**Section 2.** A quorum for the annual meeting shall be established at the opening session. A simple majority of the member municipalities which have registered by the beginning of the Opening Session shall constitute a quorum for the annual meeting.

**Section 3.** There shall be no limit upon the number of delegates to be sent by any member municipality to the meeting of the League. All delegates may be heard in debate. Questions shall be decided by vote, unless any member municipality shall require a roll call vote. When a roll call vote is taken, each member municipality is entitled to only one (1) vote. Each delegation shall select one of its registered delegates as chairman to express or record its vote. Any delegate attending a meeting may vote. No member may vote by proxy.

**Section 4.** The order of business at the business session of the annual meeting shall be:

1. Roll Call
2. Approval of the minutes of the last meeting
3. Annual report of the President
4. Annual report of the Executive Director
5. Reports of committees
6. Unfinished business
7. New business
8. Election of officers and board of directors

**Section 5.** Nominations for officers, directors and delegates to regional and national organizations shall be made by a nomination and credentials committee of five (5) elected municipal officials of member chosen by the President by the end of the first day of the annual conference. Elections shall be on the last day of the session. The President, Vice-President, Treasurer, and Immediate Past Presidents shall be chosen from different director districts as those districts are set out in the bylaws.

**Section 6.** Unless inconsistent with these Bylaws or with the Articles of Incorporation, all questions of parliamentary procedure shall be decided according to Roberts' Rules of Order.

**Section 7.** Special meetings of the League may be called by the President or the majority of the Board of Directors at any given time by giving notice to the city clerk of each member municipality at least fifteen (15) days prior to the date of the meeting. The notice shall state the purpose of the meeting.

## **ARTICLE VIII Finances**

**Section 1.** The fiscal year of the League shall be from July 1 to June 30.

**Section 2.** The Executive Director shall prepare and submit to the Board of Directors for approval, an annual budget at least two (2) weeks prior to the last regular meeting of the board, prior to the current fiscal year. The Executive Director shall collect and disburse all monies of the League, keep its accounts which shall at all times be open to the inspection of the Board of Directors. The Executive Director shall have the authority to sign all checks, drafts, notes, warrants, and all orders for the payment of money, consistent with the approved budget.

**Section 3.** There shall be an annual audit, conducted by an independent firm engaged by the Board.

## **ARTICLE IX Amendments**

The Board of Directors shall adopt Bylaws and amendments thereto. Amendments to the Bylaws shall be by two-thirds (2/3) vote of all directors present at a meeting in which a quorum is present. The Bylaws may contain provisions for the regulation and management of the affairs of the League not inconsistent with law or the Articles of Incorporation. Bylaws may be amended by two-thirds (2/3) vote of all members voting at an annual or special meeting, and when so amended the Board of Directors shall take no action by way of further amendment or revocation of Bylaws or a provision thereof, that is contrary to such amendment.