

# By-laws of The Center for Election Science

## **Article I — Name, Purpose, Mission, & Vision**

Section 1 — Name: The name of the organization is “The Center for Election Science.” It is a nonprofit organization incorporated and governed under the laws of the State of California.

Section 2 — Vision: A world in which democracies thrive because voters’ voices are heard

Section 3 — Mission: To empower people with voting methods that strengthen democracy

## **Article II. Location**

Section 1. Registered Office and Registered Agent: The corporation will continuously maintain a registered office and registered agent in the State of California, as required by the State of California. The registered office and agent may be changed from time to time by the board of directors.

## **Article III — Membership**

Section 1 — Membership: Membership exclusively consists of the board of directors.

## **Article IV— Board Of Directors & Officers**

Section 1 — Size: The board must have no fewer than three members and may have up to as many as it designates.

Section 2 — Officers: The board may designate board members as officers with responsibilities as it sees fit. These officers must at least include chair, treasurer, and secretary. The board may elaborate on the responsibilities for these roles and others.

## **Article V— Order of Governance & Terms**

Section 1 — Governance & Order of Ruling: The corporation is governed by this list of sources, in the following order of ruling, with authoritative bodies noted in parentheses:

1. Relevant federal, state, and local laws, respectively (relevant governing bodies)
2. Articles of incorporation (board of directors)
3. These bylaws (board of directors)
4. Board Policy Manual (board of directors)
5. Board resolutions (board of directors)
6. Staff policies (executive director)

Section 2. Severability of Terms: Should any of the organization’s governing policy provisions be held unenforceable or invalid for any reason, the remaining provisions and portions will be unaffected by such a holding.

## **Article VI. Amendments To By-laws & Articles Of Incorporation**

Section 1 — Powers: The board of directors may amend these by-laws and the corporation’s articles of incorporation to include or omit any provision that they could lawfully include or omit at the time the amendment is made.

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Section 2 — Procedures: When at least seven-days' notice of the proposed changes is provided in writing for a meeting are given, the board may choose to amend these by-laws or the corporation's articles of incorporation by voting yes two times with a majority of the entire board membership in favor. Votes must be separated by at least a week.

## **Article VII. Fiscal Year**

Section 1 — Type: The Corporation uses a calendar year starting on January 1 and ending on December 31.

## **Adoption Of Bylaws**

We, the undersigned chair and secretary for the The Center for Election Science, attest that these by-laws have been properly adopted by the board of directors on the date below.

By-laws last revised on: 2020-10-01.

  
Felix Sargent (Oct 5, 2020 15:38 PDT)

Chair:

Oct 5, 2020

Date



Secretary:

Oct 5, 2020

Date