

# **CARGILL CARES ALUMNI (CCA-TC) TWIN CITIES CHAPTER BYLAWS**

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# Bylaws

## Cargill Cares Alumni (CCA-TC) - Twin Cities

### ARTICLE I. MISSION

Our mission is to lead Cargill alumni in the Twin Cities Chapter to nourish our community by volunteering primarily in the areas of Nutrition, Food Security, and the Environment; and to provide social and educational activities to enhance alumni's active lifestyles.

### ARTICLE II. NAME

The name of the Cargill organization shall be Cargill Cares Alumni - Twin Cities (CCA-TC).

### ARTICLE III. LOCATION

The principal place for transacting the business of this organization shall be at the Cargill Office Center, 15407 McGinty Road West, Wayzata, Minnesota 55391.

### ARTICLE IV. ALUMNI

Any Cargill, Incorporated and Subsidiaries alumni formerly employed in or living in the Twin Cities metro area are automatically eligible to become a member of this organization. Spouses/partners are also eligible.

### ARTICLE V. PURPOSE

Section 1. The purpose shall be to promote and recognize Cargill alumni volunteers and volunteer activities, and to offer social and educational opportunities to our members.

Section 2. CCA-TC is designed to meet the needs of members and the community by:

1. Encouraging them to become active as volunteers in nonprofit community agencies and organizations.
2. Helping them to find volunteer opportunities that match their personal interest and talents.
3. Disseminating information that may affect alumni, such as changes to laws or retiree benefits.

4. Encouraging interaction with other Cargill alumni and employee members of CCA-TC.
5. Being goodwill ambassadors for Cargill in the community.
6. Encouraging volunteer participation through personal growth seminars, workshops or other learning activities.
7. Encouraging volunteer participation through social activities.

## **ARTICLE VI. ORGANIZATION**

Section 1. CCA-TC shall be a joint effort of CCA-TC members and Cargill management.

Section 2. A Cargill Cares Alumni Board shall consist of no more than 20 members that comprise the following:

1. President
2. Immediate Past President
3. Vice President (President Elect)
4. Treasurer
5. Up to 16 Members at large that may include Co-chairs of Standing Committees

Section 3. The CCA-TC Board shall be responsible for establishing and overseeing the mission, purpose, volunteer project objectives, budget, policy and identification of special projects. They shall also be responsible for evaluating overall results.

Section 4. No compensation shall be paid to Board members. They may be reimbursed for expenses incurred, in accordance with the CCA-TC Reimbursement Policy, established by the Board and approved by Cargill Management.

Section 5. The President may invite other people to attend the meetings, but such visitors shall not have the authority to vote on matters before the Board.

Section 6. The CCA-TC Executive Committee shall consist of the following:

1. President
2. Immediate Past President
3. Vice-president
4. One or two CCA-TC board members designated by the President

Executive Committee meetings will be called as needed by the President.

## **ARTICLE VII.**

## **OFFICERS**

Section 1. The officers of this organization shall be President, Immediate Past President and Vice President.

Section 2. Not less than 45 days prior to the Annual Meeting, the President, with the advice and approval of the Board, shall appoint a Nominating Committee of not less than three (3) nor more than five (5) members, chaired by the immediate Past President, if in office, otherwise the President.

Section 3. The President shall be elected for a one-year term. The Vice President and Past President shall serve a one-year term. The above terms may be extended up to two years total at the joint discretion and consent of the officers and board.

Section 4. The nominated officers will be elected by a majority vote of a quorum (two-thirds) of the Board members prior to each annual meeting.

Section 5. The terms of the officers shall be from June 1 to May 31.

Section 6. Officers may be nominated and elected to serve more than one term in office, either consecutively or not consecutively.

Section 7. The Board, upon recommendation by the Executive Committee, shall fill vacancies in offices at any regular meeting.

Section 8. The President shall appoint a recording secretary to report the minutes of all regular board meetings.

Section 9. The President shall appoint a treasurer to maintain a record of revenues and expenses.

## **ARTICLE VIII.**

## **COMMITTEES and OBJECTIVES**

Section 1. There shall be CCA-TC committees and standing committees as determined by the Board. (See Appendix 2).

Section 2. Each standing committee shall have a designated Chair. Each Chair shall maintain a detailed description of how the Committee functions, which will be transferred to the next Chair. See Appendix 2 for Standing Committee functions. Each Standing Committee shall report annual results prior to the Annual Meeting.

## ARTICLE IX

## ANNUAL MEETINGS

Section 1. The Annual Meeting of the general membership of CCA-TC shall be held during the second quarter of the calendar year, with the date and place to be selected by the Executive Committee.

Section 2. Notice of the meeting shall be sent to each CCA-TC member at least 30 days before the meeting date.

## ARTICLE X

## RULES

Robert's Rules of Order shall be the authority for all procedures and questions at all CCA-TC meetings.

## ARTICLE XI

## AMENDMENTS TO BYLAWS

Section 1. These Bylaws may be amended by a quorum (two-thirds of voting members) vote of the CCA-TC Board at any of the regular monthly meetings or at a special meeting called for that purpose, provided that written notice of the proposed amendments has been sent to Board members prior to such meeting.

Section 2. The Bylaws Appendices may be amended by a simple majority vote of the CCA-TC Board at any of the regular monthly meetings.

ByLaws Changes:

Date	Action
September 2018 and February 2017	Changed/amended to clean up minor issues.
November 2016	Changed/amended Mission to be consistent with Cargill, Incorporated volunteer focus.
July 2015	Changed/amended name from Cargill Cares Retirees – TC to Cargill Cares Alumni – TC and necessary related changes; revised President term of office to one year.
September 2013	Changed/amended to change President's term of office to two years, revised Standing Committee functions and moved these functions to Appendix 2, added Database effort to Communication, split Alumni Engagement into Education & Social.
April 2011	Changed/amended to strengthen mission statement, clarify roles and responsibilities, and eliminate redundancy in language.
July 2008	Amended to change the size of the Management Committee from 16 to 20
September 2007	Rewritten following a restructuring of Cargill's volunteer program.
February 2001	Rewritten following a restructuring of Cargill's volunteer program.
December 1998	Substantially amended.
February 1991	Substantially amended
August 6, 1986	Original ByLaws approved.

## **APPENDIX 1      CCA-TC ORGANIZATION and RESPONSIBILITIES**

### **OFFICERS**

#### **President:**

1. Leads the Board - prepares agenda and leads monthly Board meetings.
2. Leads the Executive Committee - prepares agenda and leads periodic Executive Committee meetings.
3. Leads the Annual Meeting - prepares agenda, invites guest speakers and leads the meeting.
4. Appoints chairs to serve on standing committees.
5. Prepares and reports year end at the Annual Meeting. Connects and builds relationships with outside organizations deemed to be a strategic fit for CCA-TC.

#### **Immediate Past President:**

1. Chairs Nominating Committee and makes recommendations to Board 30 days prior to the Annual Meeting.
2. Serves as a member of the Board.
3. Serves as a member of the Executive Committee.
4. Assists President on special assignments.

#### **Vice President:**

1. Presides over all meetings in the absence of the President.
2. Serves as a member of the Board.
3. Serves as a member of the Executive Committee.
4. Assists President on special assignments.

**The Board**

1. Establishes and monitors projects and activities which further the mission of CCA-TC.
2. Facilitates the matching of alumni's talents to the needs of nonprofit organizations.
3. Recognizes the work of alumni in the community.
4. Works with Human Resources Department to keep alumni and spouses informed about retirement issues.
5. Plans a calendar of events and projects that meet CCA-TC objectives.
6. Ensures the growth of CCA-TC.
7. Works with other company alumni groups for ideas and possible mutual events.
8. Represents alumni by providing input to Cargill on benefits and issues important to them and urging their approval.
9. Identifies and selects volunteer projects coordinated with Cargill Cares Twin Cities that meet CCA-TC mission and objectives.

**Executive Committee**

1. Takes responsibility for the long-range planning of CCA-TC
2. Develops an annual CCA budget in conjunction with Corporate Affairs management.
3. Provides long-range strategic planning ideas for presentation to the Board for approval.
4. Prepares and reports year-end results at annual meeting.
5. Identifies needed Bylaws revisions.
6. Recommends new Board members and committee chairs to the Board for its approval.
7. Acts, as necessary, on behalf of the Board, in the period between regular Board meetings.
8. Nominates officers to be voted on by the board.

## **STANDING COMMITTEES:**

### **Administrative Committee**

1. Provides administrative support for CCA-TC office and assures appropriate staffing.
2. Assures member data is reliable, current, secure and synchronized for:
  - a. Member database
  - b. Email
  - c. Spark
3. Assists Board members with design and implementation of new computer applications or the improvement of existing applications.
4. Provides Spark data entry for alumni without computer access and for Group Projects.
5. Follows procedures in the CCA-TC Office Manual and assures that it is kept up to date.

### **Communications/Website Committee**

1. Publishes a quarterly CCA newsletter
2. Maintains and refreshes the design, technical operation, and appearance of the CCA website.
3. Oversees the definition and updating of website content.

### **Education Committee**

1. Provides enrichment opportunities for alumni through seminars, lectures, workshops, CCA-TC newsletter and CCA-TC website.
2. Organizes seminars/lectures in areas that will “educate, motivate, activate” alumni in transitioning to their new lifestyle.
3. Coordinates invitation mailing, works within budget and handles logistics with the selected sites.

### **Membership Committee**

1. Welcomes Cargill employees retiring and other eligible alumni in the metro area to the CCA-TC organization by sending pertinent information and encouraging them to be active volunteers and participants.
2. Actively markets to potential members the value of participation in CCA-TC.
3. Brings questionable membership qualifications to the Board for a decision.

### **Projects Committee**

1. Implements and champions alumni volunteer projects that have the greatest impact on Cargill’s focus areas of nutrition, food security and the environment, and which will maximize its impact on alumni, employees, communities and the Cargill brand.
2. Reviews current volunteer projects to determine if they meet CCA-TC’s objectives and to determine whether to continue.



3. Evaluates/Assesses independent alumni volunteer activity to determine if certain activities should be considered for CCA projects; and whether those individuals would consider participating in a CCA project.
4. Reports on project activity and volunteerism.
5. Searches out volunteer programs that focus on nutrition, food security and the environment and serves as a contact point for nonprofit agencies.
6. Educates and guides project leaders.
7. Advises the Cargill Cares TC Committee on current projects as requested.
8. Searches out members willing to work as project leaders.
9. Coordinates nonprofit agency presentations to the Board.
10. Analyzes new projects to determine whether or not we should participate.

### **Recognition Committee**

1. Ensures both informal and formal recognition of alumni's individual and group contributions
2. Identifies and recognizes volunteer contributions for their impact in the community.
3. Represents CCA-TC on the Cargill Cares Award Committee to evaluate and select employee and alumni volunteers recognized for their contributions.

### **Social Committee**

1. Works with other company alumni groups for ideas and possible mutual events.
2. Plans, coordinates and implements social events for CCA-TC members.
3. Assures there are hosts for social events.
4. Presents events to the Board and gets approval for those that require funding.
5. Coordinates invitation mailing, works within budget and handles logistics with the selected sites.

### **Volunteer Recruiting Committee - Calling Tree**

1. Informs and recruits alumni for various volunteer opportunities as needed.
2. Recruits, informs and supervises roster of callers who periodically call for volunteers.
3. Receives listing of new alumni from Membership Committee and assigns specific callers.
4. Summarizes information from CCA-TC surveys and new member applications to update list of potential volunteers for projects.

**Changeover Policy for Board Members**

Purpose: To have the members of the Board ready to assume responsibilities on June 1, when the change-over of members takes place.

**February** - The president asks Board members who will be completing their three-year term on May 31 whether or not the member wants to continue on the Board for another three years.

**March** - The president announces to the Board which members will be leaving the Board on May 31. The president then appoints two members of the Board to prepare recommendations for the necessary replacements to be given to the Executive Committee in April.

The general membership may also make recommendations.

**March** - The president appoints a Nominating Committee. The Past President chairs it. The committee identifies officer candidates for the following year, which will be voted on at the annual meeting.

**April** - The board votes on the Nominating Committee's selections prior to the April Board meeting.

During March, April and May, the president and/or vice president contacts all hold-over members of the Board (whether "hold-over" because they have one or two years left of their three-year term, or "hold-over" because they have indicated their interest in serving another three-year term) to see if the member wants to retain the assignment(s) of the previous year, or would like to consider something different. After these assignments are determined, the vice president contacts the incoming new members to discuss assignments for the coming year. (Some incoming members may not be assigned at this time, pending the development of new projects).