



CORNERSTONE FOUNDATION

DE Society

Cornerstone DE Society BYLAWS

Article I – Name

- The name of this group shall be Cornerstone Credit Union Development Educator (CSCUDE) Society.

Article II – Purpose Statement

- The CSCUDE Society fosters engagement among Cornerstone region Development Educators.

Article II – Vision Statement

- To be the resource for igniting Cornerstone Development Educators to drive the Credit Union difference.

Article III – Membership

- Membership in the group is open to anyone who has successfully earned the Credit Union Development Educator (CUDE) designation. CUDE is a program of the National Credit Union Foundation.
- Membership is voluntary and as such, there is no membership fee.
- The annual membership meeting will be held in the fourth quarter.

Article IV – Executive Committee Officers, Terms and Duties

Section 1. Executive Committee

- The Society will have a seven-person executive committee elected by their Society peers. Elections will be held once each year during a meeting of the CSCUDE Society.
- At least one representative from the Cornerstone Credit Union Foundation and one from the National Credit Union Foundation will serve as Ex-Officios to the committee.
- Executive Committee Positions:
 - Chair
 - Vice-Chair
 - Secretary
 - Treasurer
 - Membership Chair
 - Communications Chair
 - Events Chair

- No more than two people per credit union/organization may serve on the Executive Committee. Committee members must be a CUDE in order to serve.
- Executive Committee members must reside in the Cornerstone region.
- Committee terms are for two (2) years with a two-term limit.
- Terms begin and end at the time of the Annual Meeting.
- Executive committee meetings shall take place at a time and place as determined by a majority of committee members and may include conference calls or virtual meetings. The frequency of meetings shall be as determined by the committee.
- In event a committee member vacates his or her position; the executive committee may solicit nominees from the Society for a temporary replacement to serve out the vacated member's term. The committee will have the authority to select the replacement from the pool of candidates provided.

Section 2: Election Process

- At least sixty days prior to the annual membership meeting the Chair shall appoint a Nominating Committee of not fewer than three members.
- The duties of the Nominating Committee shall be to:
 - Encourage both self and colleague nominations and facilitate the process.
 - Submit a report of nominees at the annual membership meeting of the Society.
 - Prepare ballots for the election, if there is more than one candidate per vacancy, and if the Executive Committee decides to conduct the election by balloted vote.
- After candidate selections have been placed before the Society at the Annual Meeting, the Chair shall call for nominations from the floor. When nominations are closed, the vote shall be taken and the results announced.
- If the vote is by ballot, it shall be the duty of the Chair to appoint tellers before the vote is taken. There will be the option to vote in person, or electronically if unable to attend.
- A quorum is a minimum of 10 votes cast.
- Election results will be determined by plurality vote.

Section 3. Duties of Officers

- The Chair shall preside at all meetings and shall be responsible for all programs. They may delegate program responsibility to such committees as he or she may choose. They shall appoint such committees as they direct.
- The Vice-President shall serve during the absence of the President.
- The Secretary shall record minutes of all meetings and keep records of all members of this Society.

- The Treasurer shall keep an accurate account of all funds of this Society and shall deposit such funds in a credit union as may be selected by the Executive Committee.
- The Membership Chair will be responsible for leading the membership committee which will welcome new members, engage individuals and the greater CSCUDE Society. They will oversee organization of events and opportunities for networking and collaboration.
- The Communications Chair will be responsible for leading the communications committee which will be dedicated to all elements of communication for the CSCUDE Society. They will oversee the functional jobs related to social media presence. They will be responsible for providing insight and direction for how to get the message out to credit unions and other CSCUDEs.
- The Events Chair will be responsible for the coordination of national, regional, and local events, such as after-hour events and DE Day of Service. They will also arrange speakers and collaborate with the Membership Chair.

Article V – Executive Committee Officers and Governance

- The first executive committee meeting of each year shall be organizational in nature. At this meeting, the committee shall elect a Chair, Vice-Chair, Treasurer, Secretary, Membership Chair, Events Chair, and Communications Chair. In addition, the committee may conduct other business.
- The Executive Committee shall be responsible for setting the schedule and agenda for Society meetings, creating and dissolving temporary committees, and ensuring the vision and purpose of the group remains constant.
- The number of committee members required for a quorum is three.
- Any committee member who misses two (2) consecutive meetings, without prior authorization from the committee, will vacate their position and the vacancy shall be filled by a vote of the committee, as outlined in Article IV.

Article VII – Parliamentary Procedure

- In all matters not covered by these Bylaws or actions of the members, or the Executive Committee, Democratic Rules of Order shall govern.

Article VIII – Amendments

- Amendments to the Bylaws may be made at a meeting of the Executive Committee where a majority of the committee members approve the amendment.
- Amendments to the Bylaws will be implemented by the Secretary who shall be responsible for keeping all committee documents current.

Article IX – Indemnification

- The Society agrees to indemnify, defend and save harmless the Executive Committee members, its officers, directors and members, from and against all liability, loss, cost or expense (including attorney's fees) by reason of liability imposed upon the client, arising out of or related to the Society's activities, whether caused by or contributed to by the members or any other party indemnified herein, unless caused by the sole negligence of the member or any other party indemnified herein.

Article X – Privacy

- The mailing list of the CSCUDE Society is solely the property of the executive committee and cannot be used for any purposes other than CSCUDE approved activities. Upon departing the Executive Committee, any member with access to the mailing list shall ensure that all copies, either electronic or paper, in their possession are given to the existing executive committee.