

BYLAWS OF MON-DAK GYMNASTICS SUPPORT GROUP

ARTICLE I. NAME AND PURPOSE

Section 1. **Name:** The name of this association, as specified in its charter, shall be: Mon-Dak Gymnastics Support Group. It shall be a nonprofit organization incorporated under the laws of the State of North Dakota.

Section 2. **Purpose:** The purpose is to promote community, area interest and public awareness of the sport of gymnastics and to foster a healthy competition among gymnasts.

ARTICLE II. MEMBERSHIP

Section 1. **Definitions** as used in these Bylaws:

- A. "Family" shall mean Father, Mother, Guardians, and Children who reside in the same household.
- B. "Membership" shall mean the status conferred by the Mon-Dak Gymnastics Support Group upon certain persons that gives rise to rights provided herein. A membership may only be conferred as provided in these Bylaws.
- C. "Participating" shall mean actively taking part in at least one of the recreational programs sponsored by the Mon-Dak Gymnastics Support Group.

Section 2. **Eligibility:**

- A. Members of the Mon-Dak Gymnastics Support Group here-in-after referred to as the "Association" shall be: The parents or guardians of active participants in any of the supported association programs regardless of

race, creed, color, sex, or national origin. Any one family shall be entitled to only one membership regardless of the number of children participating in the program sponsored by the Association, and shall entitle the holder to (1) one vote.

- B. Members are required to support projects fairly by their voluntary support to insure a progressive program.
- C. The minimum dues of the association shall be current registration or as determined by the Board of Directors.

Section 3. *Resignation and Removal of Members:*

- A. Any member of the association may tender their resignation at any time and such resignation shall be accepted
- B. Any member of the association may be dropped from the roll of membership for any reason deemed sufficient by the Board of Directors by a two-thirds (2/3) affirmative vote of all members of the Board of Directors.

**ARTICLE III.
HEADQUARTERS**

Section 1. The place of business of the association shall be in or near the City of Williston, North Dakota; however, other places for the transaction of business may be established as provided for by a majority vote of the Board of Directors.

**ARTICLE IV.
MEETINGS**

Section 1. ***Annual Meetings:*** The general membership shall have at least one meeting per year, at times fixed by the Board of Directors. The association shall hold its meeting for the election of officers and directors in the fall of each year and for the transaction of such other business as may properly come before the meeting. The annual meeting shall be held at a location in the City of Williston, North Dakota or any other place selected by the Board of Directors.

Section 2. **Special Meetings:** Special Meetings of the board shall be called upon the request of the President or one-third of the board. Notices of special meetings shall be sent out by the executive director to each board member at least one week in advance.

Section 3. **Notice of Meeting:** Written, printed, or electronic notice stating the place, date, and hour of any meeting of members shall be posted at the Gym and on the Western Stars website not less than ten (10) days nor more than fifty (50) days before the date of such meeting. Nevertheless, a failure to give notice or any irregularity in notice shall not affect the validity of any annual meeting or of any proceedings at any meeting. Special meetings will supersede the 10 days written notice requirement. Any member of the organization has the right to request to add an item to the agenda of the next regularly scheduled board meeting with at least two weeks advanced notice.

Section 4. **Voting:** A majority of all votes legally cast at any meeting legally called shall be controlling unless herein or by law otherwise provided. At all meetings of the association, any member shall be entitled to one (1) vote, further provided that he/she is a member of the Board of Directors or a member of the committee which is in session. In no way; however, shall these provisions restrict participation otherwise of any active member who wishes to attend any or all meetings.

ARTICLE V. BOARD OF DIRECTORS

Section 1. **General Powers:** The affairs of the association shall be governed by its Board of Directors. Board of Directors cannot be an employee of the association.

Section 2. **Number, Term, and Qualifications:** The Board of Directors shall consist of seven (7) members, three (3) members of the association, three (3) either members or non-members, and one (1) President which shall be either a member or non-member. The term of office of each Board of Directors shall be for three (3) years beginning January 1 and ending December 31 of the third following year. No employee of the association shall hold a Board of Directors position.

Section 3. **Nominations:** The President must receive nominations for new members in advance of a board meeting. These nominations shall be sent out to board members to be voted upon at the meeting.

Section 4. **Meetings:** Regularly scheduled meetings of the Board of Directors may be held upon such notice as the Board of Directors shall determine. The board shall meet at least quarterly, at an agreed upon time and place, and may take place in person, via conference, or video call.

Section 5. **Quorum:** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than a majority of the Board of Directors are at a meeting and if a quorum is not present, the meeting will immediately be adjourned.

Section 6. **Board Decisions:** The act of the majority of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of directors unless the act of a greater number is required by law or these bylaws.

Section 7. **Vacancies:** Any vacancy occurring in the Board of Directors shall be appointed by the Board of Directors. A board of Director appointed to fill a vacancy shall serve for the unexpired term of his/her predecessor in office.

Section 8. **Compensation:** Board of Directors as such shall not receive any stated salaries for their services. By vote of the Board of Directors, expenses any Board of Director or member authorized and incurred in furtherance of the objective of the association may be reimbursed.

Section 9. **Removal:** Any Board of Director may be removed with a majority vote, whenever, in its judgement, the best interests of the association would be served by such removal; or if any member misses three (3) consecutive meetings without notification.

Section 10. **Order of Business:** The following shall be the regular order of business of all business meetings of the members of the association or its Board of Directors.

- a. Roll Call
- b. Reports of Officers
- c. Reports of Standing Committees

- d. Reports of Special Committees
- e. Consideration of and action upon official program of the meeting
- f. General Business

Robert's Rules of Order shall govern the deliberations of all meetings of the members, Board of Directors, and committees in so far as the same are not covered by these bylaws.

ARTICLE VI. OFFICERS

Section 1. **Officers:** The officers of the association shall be a President, Vice-President, and Secretary.

Section 2. **Election and Term of Office:** The officers of the association shall be elected annually by the Board of Directors at the January meeting of the Board of Directors. New officers may be created and filled at any meeting of the Board of Directors.

Section 3. **Powers and Duties:** The officers shall have such powers and perform such duties as may be specified in resolutions or other directive of the Board of Directors. In the absence of such specifications, each officer shall have the power and authority and shall perform and discharge the duties of officers of the same title serving in non-profit associations having the same or similar general purposes and objective as this association. In any case:

A. President

1. Shall preside at all meetings of the association.
2. Shall be an ex-officio member of all committees of the association, either regular or special, with full voting privileges.
3. May create, or appoint such other committees as may be necessary to conduct the business of the association.
4. Shall perform such other duties as may pertain to the association or as may be designated from time to time by the Board of Directors.

B. Vice President

1. Shall act in the place of and perform the functions and have the power of the President whenever the President is absent.

C. Secretary

1. Shall perform such duties as pertain to the office and any other duties required of him/her by the Board of Directors, including proper record keeping and accurate minutes of meetings. Copies of the minutes will be given to each Board Member within twenty one (21) days of any meeting.

Section 4. **Vacancies:** A vacancy in any office because of death, resignation, removal, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. **Removal:** Any officer elected or appointed by the Board of Directors may be removed from such officer position with a majority vote, whenever, in its judgement, the best interests of the association would be served by such removal.

ARTICLE VII. COMMITTEES

Section 1. **Committees:** The Board of Directors may designate one or more committees as needed, such as fundraising, building, membership, media, etc. Each committee shall consist of one (1) or more Board of Directors and member volunteers. Each committee shall exercise the authority specifically delegated to it by the Board of Directors. The President is ex officio of each committee created. All final decisions referred to a committee created under this provision shall be made by the Board of Directors.

ARTICLE VIII. DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a

public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization or organizations, as said Court shall determine, which are organized and operated exclusively for each purpose.

**ARTICLE IX.
AMENDMENTS OF BYLAWS**

The Board of Directors of this association, by a majority vote of those present, shall have the power to make, amend, and repeal the bylaws of this association at any annual meeting or any special meeting called for such purpose. These bylaws should be reviewed in the fall of each year by all Board members.

**ARTICLE X.
CONTRACTS, CHECKS, DEPOSITS, AND FUNDS**

Section 1. **Contracts:** The Board of Directors may authorize any officer or officers, agent or agents of the Association, in addition to the officers so authorized by the By-laws to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority may be general or may be confined to specific instances or activities.

Section 2. **Check, Drafts, or Orders:** All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association, and in such manner as shall from time to time be determined by the Board of Directors, such instruments shall be signed by an authorized Board Member on the account.

Section 3. **Deposits:** All funds of the Association shall be deposited to the credit of the Association in such banks or other financial institutions and in such manner as the Board of Directors may select.

Section 4. **Authority to Accept Funds From Others:** The Board of Directors may accept on behalf of the Association any contribution, gift, grant, bequest, or devise for any purpose of the Association.

ARTICLE XI. BOOKS AND RECORDS

The Association shall keep correct and complete books and records of the account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees. The Association shall maintain a record at its office of the names and addresses of all members entitled to vote. All books and records of the Association may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE XII. FEES

Section 1. **Fees:** The Board of Directors shall determine from time to time the fees to be charged in the services provided by the Association and shall give no less than 30 day notice to the members.

Section 2. **Payments of Fees:** Fees shall be paid in advance for the time periods specified by the Board of Directors.

Section 3. **Default and Termination:** When any member is in default of payment of fees for the specified time period for which the payment of fees is applicable, the membership may thereupon be terminated by the Board of Directors.

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