

Greater Grand Forks Young Professionals Bylaws

BYLAWS OF GREATER GRAND FORKS YOUNG PROFESSIONALS

ARTICLE I - NAME, PURPOSE

Section 1: The name of the organization shall be **GREATER GRAND FORKS YOUNG PROFESSIONALS (GGFYP)**.

Section 2: GGFYP is organized exclusively for charitable and educational purposes, more specifically GGFYP is dedicated to young professionals in the Greater Grand Forks area getting involved with the community through philanthropic and volunteer opportunities, being connected through opportunities to interact professionally and socially with peers, having influence to create and foster an environment which helps attract and retain young professionals throughout the region.

ARTICLE II - MEMBERSHIP

Section 1: Membership in GGFYP shall consist of individuals who have requested membership in writing. General Membership is defined as all members, including the Board of Directors.

ARTICLE III - GENERAL MEMBERSHIP ANNUAL/SPECIAL MEETINGS

Section 1: Annual Meeting. The date of the regular annual meeting of the General Membership shall be set by the Board of Directors who shall also set the time and place.

Section 2: Special Meetings. Special meetings of the General Membership may be called by the Board President or by a quorum of the Board of Directors or by a majority of members.

Section 3: Notice. Notice of each General Membership meeting shall be given to each member, by e-mail, not less than ten days before the meeting.

ARTICLE IV - BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The Board of Directors (Board) is responsible for overall policy and direction of the organization, and delegates responsibility for day-to-day operations to Board Members, Committee Chairs, committees and individual members of the General Membership. The Board shall have

up to ten and not fewer than five members. The Board will be made up of the Executive Committee, up to four and not fewer than two committee chairs and a non-voting member as legal representative. The board receives no compensation other than reasonable expenses.

Section 2: Meetings. The Board shall meet at least monthly, at an agreed upon time and place. The Board will conduct meetings with procedures guided by Robert's Rules of Order.

Section 3: Board Elections. Election of new directors or election of current directors to an additional term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

Section 4: Terms. All Board members shall serve one year terms, but are eligible for re-election, with no term limit.

Section 5: Quorum. A quorum must be attended by at least 51 percent of the Board members before business can be transacted or motions made or passed.

Section 6: Notice. An official Board meeting requires that each Board member have written notice five days in advance. E-mail is considered written notice.

Section 7. Officers and Duties. There shall be four officers of the Board consisting of a President, Vice President, Secretary and Treasurer, and will make up the Executive Committee. Their duties are as follows:

The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-President, Secretary and Treasurer.

The Vice-President will chair committees on special subjects as designated by the board.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board members, and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

Section 8: Vacancies. When a vacancy on the Board exists, nominations for new members must be received from the General Membership by the Secretary ten days in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three consecutive unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10: Special Meetings. Special meetings of the Board shall be called upon the request of the Chair or one-third of the Board. Notices of special meetings shall be sent out by mail or e-mail by the Secretary to each Board member no less than five days in advance.

ARTICLE V - COMMITTEES

Section 1: The Board may create committees as needed, such as professional development, social, community involvement, programs, etc. The Board appoints all committee chairs by majority vote.

Section 2: The four officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Finance Committee. The Treasurer is chair of the Finance Committee, which includes three other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

ARTICLE VI - AMENDMENTS

Section 1: These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

These Bylaws were approved at a meeting of the Board of Directors of the Greater Grand Forks Young Professionals on June 14, 2006.