

BYLAWS OF LEAPS OF FAITH WATER SKI CLUB

**ARTICLE I — NAME AND PURPOSE**

*Section 1 — Name:*

The name of the organization shall be Leaps of Faith Water Ski Club (LOF) AKA: LOF Adaptive Skiers. It shall be a nonprofit organization within the meaning of Section 501(c) of Internal Revenue Code 1986, incorporated under the laws of the State of Connecticut.

*Section 2 — Purpose:*

LOF is organized exclusively for charitable purposes.

The purpose of this corporation is:

“To build lasting confidence and fulfillment, through exposure and professional training in recreational and competitive water and snow skiing to both children and adults with disabilities.”

**ARTICLE II--- BOARD OF DIRECTORS**

*Section 1 — Board role, size, and compensation:*

The board is responsible for overall policy and direction of the association, and delegate's responsibility of day-to-day operations to the staff and committees. The board shall have up to 15, but not fewer than 5 members. The board receives no compensation for their service other than reasonable expenses, reimbursements.

*Section 2 — Terms:*

All board members shall serve two-year terms but and are eligible for re-election.

The executive committee terms shall be as follows:

Chair: 2 years

Vice Chair: 2 years

Treasurer: 2 years

Secretary: 2 years

All terms are eligible for re-election.

Executive Director: No specific term, open ended and appointed by the BOD. Reviewed on annual basis, and removed at any time per the terms of Article II section 8

*Section 3 — Meetings and notice:*

The board shall meet the 2nd Wednesday of every other month at an agreed upon time and place. An official board meeting requires that each board member have written notice at least two days in advance.

*Section 4 — Board elections:*

A slate of candidates, for the expiring terms, of the Executive Board shall be presented to the entire Board of Directors, at its regularly scheduled November meeting, in accordance with the provisions of these bylaws. All Directors eligible for re-elections shall declare their intent at the November meeting. A vote, with a simple majority rule, shall commence with terms to begin on the first day of the next fiscal year.

*Section 5 — Vacancies:*

At any point that a vacancy on the Board of Director exists, the secretary must receive nominations for new members from present board members one week 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. In the event of a vacancy on the Executive Committee a vote shall take place, at the earliest regularly scheduled meeting to fill the vacancy subject to the provisions of Article II Section 6 of the Bylaws. During the vacancy of an Executive Committee member the provisions of Article II Section 7 shall be enacted. The term for ALL vacancies filled shall end on the last day of the current fiscal year and then are eligible for regular re-election.

*Section 6— Quorum:*

A quorum must be attended by at least sixty percent of board members for business transactions to take place and motions to pass.

*Section 7 — Officers and Duties:*

There shall be four officers of the board, consisting of a chair/president, vice-chair/vice-president, secretary and treasurer. Their duties are as follows:

- *The Chair:* 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-chair, secretary, treasurer. Work closely with the executive director. Create the monthly board meeting agenda and distribute to the board members in a timely fashion. Is instrumental in helping the board address fundraising goals.
- *The Vice-Chair:* shall chair committees on special subjects as designated by the board. Understand the responsibilities of the board Chair and be prepared to perform these functions in the Chair's absence.
- *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 member, and assuring that corporate records are maintained. The Secretary shall assume the responsibilities of the board Vice-Chair when that individual is absent.
- *The Treasurer:* shall make a report at each board meeting. The 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. The Treasurer shall ensure the accuracy of

all necessary financial reports and their presentation to the board, as well as review/audit the on-going financial activities of LOF.

- *The Executive Committee* shall understand and apply the organization's mission, by-laws and policies; establish the vision and values of the organization by overseeing and participating in the development of a periodically updated "strategic plan" and by reaching agreement on the broad policies necessary to implement it; contribute to the organization's financial health through fiscal oversight and resource development; participating in events designed to strengthen the board and organization; avoid any potential conflicts of interest between one's personal or business life and one's fiduciary duties; keep volunteer and participant data confidential; be faithful to the organization's mission and act in a way that is consistent with its central goals and values. The Board of Directors will oversee operations without micromanaging.

*Section 8- — Resignation, termination, and absences:*

Resignation from the board must be in writing and received by the Chair and Secretary. A board member may be terminated from the board due to excessive absences, more than two 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 9 — 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 the secretary to each member of the executive board and if applicable to each board member at least two days in advance.

*Section 10—Honorary Members:*

An Honorary Member is a member who has no voting rights, no limit to their term, and can be voted in or off the Board of Directors by a three-fourths vote of the remaining directors.

### **ARTICLE III — COMMITTEES**

*Section 1 — Committee formation:*

The board may create committees as needed, such as fundraising, development, finance, public relations, training, etc. The board Chair appoints all committee chairs.

*Section 2 — Executive Committee:*

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 the powers and authority of the board of directors in the intervals between

meetings of the board of directors, and is subject to the direction and control of the full board.

*Section 3 — Finance Committee:*

The treasurer is the chair of the Finance Committee, which includes three other board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plan, and annual budget with staff and other board members. The board must approve the budget and all expenditures must be within budget. The board or the Executive Committee must approve any major change in the budget. The fiscal year shall be the calendar year. Annual and semi 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 board members and the public. The financial committee shall approve and sign off any LOFAS purchases or expenses larger than \$1000.00.

**ARTICLE IV — DIRECTOR AND STAFF**

*Section 1 — Executive Director:* The executive director is appointed and/or hired by the board.

The executive director has day-to-day responsibilities for the organization, including carrying out the organization’s goals and policies. The executive director will be invited to attend all monthly board meetings to report on the progress of the organization, answer questions of the board members, and carry out the duties described in the job description. The board can designate other duties as necessary.

**ARTICLE V — AMENDMENTS**

*Section 1 — Amendments:*

These bylaws may be amended when necessary by two-thirds majority of the board of directors. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements.

*Statement of Non-Discrimination*

Notwithstanding any provision of these bylaws, the organization shall not discriminate against any director, employee, applicant, or participant on the basis of sex, race, color, ethnicity, disability or national origin.

**CERTIFICATION**

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on **January 13, 2015**.

Secretary \_\_\_\_\_ Date \_\_\_\_\_