

**BYLAWS OF
PRIDE SPORTS LEAGUE OF CENTRAL IOWA**

ARTICLE I: NAME AND PURPOSE

Section 1 - Name: The name of the organization shall be Pride Sports League of Central Iowa

Section 2 - Purpose: The organization shall be organized and operated exclusively for charitable, religious, scientific, literary and education purposes.

The purpose of this corporation is to promote healthy lifestyles and social interactions within the LGBTQ+ community by providing safe environments, resources, and opportunities to participate in sporting activities.

ARTICLE II: MEMBERSHIP

Section 1 - The organization shall have no members, only participants, and be governed by a board of directors.

ARTICLE III: BOARD OF DIRECTORS

Section 1 - Board role, size, and compensation

The board is responsible for overall policy and direction of the association. The board shall have up to 12, but not fewer than 5 individuals. The board receives no compensation other than reasonable expenses.

Section 2 - Terms

Directors shall hold terms of office for two year and may serve up to 4 consecutive two-year terms. Directors shall hold office until their successors have been elected and qualified.

Section 3 - Meetings and notice

The board shall meet at least quarterly, at an agreed upon time and place. An official board meeting requires that each board member have written notice at least two weeks in advance.

Section 4 - Board elections

During the last quarter of each fiscal year of the corporation, the board of directors shall elect Directors to replace those whose terms will expire at the end of the fiscal year. This election shall take place during a regular meeting of the directors, called in accordance with the provisions of these bylaws.

Section 5 - Election procedures

New directors shall be elected by a majority of directors' present at such a meeting, provided there is a quorum present. Directors so elected shall serve a term beginning on the first day of the next fiscal year.

Section 6 - Quorum

A quorum shall be defined as one more than the number of officers on the board of directors. Quorum may be achieved in-person, by phone, or electronically. Documentation of quorum votes need to be included in the next month's meeting minutes.

Section 7 - Officers and Duties

1. Each year the Board of Directors shall elect its officers from its current board and board elect; President, Vice President, Treasurer and Secretary.
2. Remaining Directors shall be considered “at large”
3. Officers shall hold terms of office of one year and may serve up to four consecutive one-year terms in each officer position. Unless otherwise directed by the Board of Directors.

Their duties are as follows:

The President shall convene regularly scheduled board meetings, shall preside or arrange for other officers to preside at each meeting in the following order: vice-president, secretary, treasurer.

In the absence of the President or in event of the President’s inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform other duties as may be prescribed by the Board of Directors.

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 Treasurer shall have overall responsibility for all organization funds and financial documents. The Treasurer shall also:

- Maintain an itemized report of all funds received and spend on behalf of the organization.
- Submit a financial report for approval at each Board meeting.
- Pay all obligations as authorized by the Board of Directors in a timely manner approved by the Board of directors no later than the end of the third quarter of the fiscal year.
- Prepare an annual financial report to be submitted at the Annual Meeting.
- Oversee filing of federal and state tax returns.

Section 8 — Vacancies

Vacancies on the Board of Directors, occurring by reason of resignation, death, incapacity, or removal, before the expiration of a member’s term, shall be filled by a majority vote of the members of the Board of Directors. In the event of a tie vote, the President shall choose the succeeding Board of Directors member from the two nominated candidates receiving the highest number of votes.

Section 9 — Resignation, termination, and absences

Resignation from the board must be documented by the Secretary in the board minutes. Any member of the Board of Directors may be removed, with or without cause, by a two-thirds majority vote of the members of the Board of Directors.

Directors must maintain an 80% attendance record for the yearly scheduled meetings. Majority of those meetings must be in person, while the rest can be attended by phone or other electronic means.

Notifications of absences must be directed to the Board President within 24 - 48 hours.

Excused/Unexcused absences will be determined on a case by case basis. 1 unexcused absences will result in suspension of Board Voting Rights, until Board Member signs that they have reviewed missed Board Minutes. Continued unexcused absence will then result in a vote of removal from the Board.

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 the secretary to each board member at least two weeks in advance.

Section 11 - Voting

1. Each Board Member shall be entitled to one vote on all matters before the Board.
2. The President may vote only in the event of a tie.
3. If quorum is not achieved in person, electronic voting shall take place 24 hrs after initial motion is 2nd with a maximum timeframe of 72hrs.
4. A quorum is not required to initiate an electronic voting procedure

Section 12 - Rules of Procedure

1. The proceeding of all meetings shall be governed by Robert's Rules of Order, except insofar as those rules are inconsistent with these bylaws, in which case these bylaws shall prevail.

ARTICLE IV — COMMITTEES

Section 1 — Committee formation: The board may create committees as needed, such as fundraising, advertising, sports equipment, etc. The Board of Director President appoints all committee chairs.

ARTICLE V - CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1 - Contracts:

1. The Board of Directors may authorize any other committee member, agents or agents of the corporation, in addition to the committee members so authorized by these bylaws, to enter into any contract or execute and deliver any instruments in the name of and on the behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2 - Checks, Drafts, etc:

1. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed in a manner as shall be determined by resolution of the Board of Directors.
2. In the absence of this determination by the Board of Directors, the instruments shall be signed by the Treasurer.

Section 3 - Deposits:

1. All funds of the corporation shall be deposited to the credit of the corporation in the banks, trust companies or other depositories as the Board of Directors may select.

Section 4 - Gifts:

1. The Board of Directors may accept on behalf of the corporation any contributions, gift, bequest or devise for the general purposes or for any special purposes of the corporation.

ARTICLE VI - FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of September and end on the last day of August in each year; this may be changed by resolution of the Board of Directors.

ARTICLE VII - ELECTRONIC TRANSMISSION

1. “Electronic transmission or “electronically transmitted” means any process of communication not directly involving the physical transfer of paper that is suitable for the retention, retrieval and reproduction of information by the recipient.
2. Notice by electronic transmission is written notice.
3. Notices, written consents and votes may be given by electronic transmission.
4. Written consent given by electronic transmission shall contain an electronic signature of the person giving such written consent.

ARTICLE VIII - AMENDMENTS TO BYLAWS

These bylaws may be altered, amended, or replaced and new bylaws may be adopted by a two-thirds majority of the members of the Board of Directors present at any annual meeting, special or regular meeting, if at least ten calendar days written notice is given of intention to alter, amend or repeal or to adopt new bylaws at the meeting unless waived by all Board Members.

CERTIFICATION

These bylaws were approved at a meeting of the board of directors by a majority vote on 12th day of March, 2020.

Secretary – Mike Schultz

Date