

Las Vegas Disc Golf Club

Bylaws

Article I – Name

The Club described in these bylaws shall be known as the Las Vegas Disc Golf Club and herein after may be referred to as the Club or the LVDGC.

Article II – Mission

The Las Vegas Disc Golf Club is a non-profit organization dedicated to raising awareness of the sport of disc golf by educating the community in the greater Las Vegas, Nevada area. Our mission includes developing and maintaining disc golf courses, holding organized disc golf tournaments and charity fund-raiser events, promoting community awareness of disc golf in general, and educating new and existing players the official rules of disc golf and tournament play procedures and etiquette.

The LVDGC will serve as liaison between the disc golf community and the Parks and Recreation departments of Clark County and the City of North Las Vegas, City of Las Vegas, the City of Henderson, the City of Boulder City, the State of Nevada and other pertinent entities as occasion calls.

Article III – Bylaws

- These bylaws shall govern the organization and operation of the LVDGC and shall become effective upon approval by a by majority vote of the entire general membership.
- Amendments to these bylaws shall first be drafted and approved by majority vote of the Board of Directors, then approved by a general membership election.

Article IV – Membership

- General membership shall be open to all individuals who pay the initiation fees and/or annual dues as required by the LVDGC and agree to act in accordance with these bylaws.
- Membership shall run from January 1 through December 31.
 - Memberships may be taken as early as October 1 of the prior year and be effective for the remaining portion of that year and the following year.
- Members have the right to vote on the following.
 - LVDGC Board of Directors for the following year, if applicable
 - Approval of amendments to these bylaws

- Membership can be revoked without refund for conduct that reflects negatively on the LVDGC. Such revocation requires a meeting of the Board of Directors with the affected individual followed by a two-thirds vote of the entire Board of Directors.

Article V – Board of Directors

A Board of Directors (the Board) whose titles and responsibilities are described in these bylaws shall conduct the business of the Las Vegas Disc Golf Club.

- The Board of Directors shall be elected annually by the general membership and their terms of service shall be from January 1 through December 31. Elections shall be conducted in accordance with the description in these bylaws.
- Service on the Board of Directors shall be open to all members at least 18 years of age, current Club and PDGA member and who are able to fulfill the duties of their position, including attendance at LVDGC meetings and assistance with running events as needed.
 - Club membership dues must be paid by February 1st.
 - PDGA membership dues must be paid by March 1st.
- In the event of a vacancy in a position on the Board of Directors (other than President), the vacancy shall be filled with a majority approval of the Board of Directors or by a special election. If the position of President becomes vacant, the Director/Vice President shall fill the position of President and the Board of Directors shall fill the position of Director/Vice President.
- Failure to perform the duties of office or continued behavior that reflects negatively on the LVDGC may cause a Board of Directors member to be dismissed from office by a two-thirds vote of the Board of Directors excluding the member in question.
- Individuals may not hold more than one Board position; however, when a vacancy exists one or more of the existing Board members may fulfill the responsibilities, but not the voting rights, of the vacant position as an acting member until the position is filled.
- Board members shall serve the Club on a strictly voluntary basis with no monetary or material compensation beyond that of the general membership. This does not include reimbursement of expenses incurred on behalf of the Club.
- Board members shall sign a Conflict of Interest Policy and abide by such policy statement.

Article VI – Meetings

- Meetings of the Board shall be held at least quarterly and posted on the designated website and or via various Social Media mediums (e.g. Facebook, Twitter, Tumblr, Instagram) at least three days prior to the meeting.
 - Additional meetings may be held as needed, at the call of the President or his/her designee.
- Meetings shall be open to all current LVDGC members except where explicitly stated otherwise in these bylaws.

- Meetings shall be run by the Secretary/ Treasurer and conducted in an orderly manner with each Board member and committee chairperson providing a report on their respective areas of responsibility.
- Meetings shall provide a forum for the general membership to present issues and proposals to the Board of Directors.
- The Board of Directors and not the general membership make decisions that address specific issues and proposals.
- Minutes shall be taken to record the discussions and decisions made at the meetings and made available on the designated club website within seven days of approval.
- The Board of Directors may schedule additional special meetings open to members as determined by the Board.
- The Board of Directors may schedule “Executive Sessions” which provide a venue for handling issues that are best discussed in private, for fostering robust discourse, and for strengthening trust and communication. Distinguished by their purpose and participants, these sessions serve three core functions: (1) they assure confidentiality, (2) they create a mechanism for board independence and oversight, and (3) they enhance relationships among board members and with the chief executive.

Article VII – Decisions Procedures

In general, authority to make decisions on behalf of the LVDGC shall be that of its Board of Directors. The decision-making process shall follow the guidelines outlined below:

- Decisions by the Board shall be by majority vote of the entire Board, except where explicitly stated otherwise in these bylaws. Such decision include, but are not limited to
 - Any decision that has significant impact on the general membership, sponsors or public presence of the LVDGC including the filling of vacant Board positions,
 - Starting new projects and activities,
 - Any expenditures of \$100 or more
- The Board may take votes via email, phone, or text message on any decisions that do not significantly affect the general membership, sponsors, or public presence of the LVDGC.
 - The Board member that is requesting the vote shall document the following:
 - Board Member requesting the vote
 - Description of the topic up for vote
 - Board Members vote and any comments
 - Send the results to the Board
 - Ask the Secretary to add to the next meeting agenda so the vote may be captured in the meeting minutes
- Decisions allowed by individual members of the Board of Directors

- General decisions in support of the execution of approved projects and activities.
- Expenditures of less than \$100 for pre-approved projects and activities. Funding for such expenditures shall be obtained from, or reimbursed by, the Secretary/Treasurer. The intent of these guidelines is for the Board of Directors to approve all new LVDGC projects and activities then delegate decision-making authority as described above. All association expenditures shall be for approved LVDGC projects and activities.

Article VIII – Board Positions and Responsibilities

The Board of Directors shall consist of the following positions President, Director/Vice President, Secretary/Treasurer and four At Large positions with the responsibilities of each position described below.

- **President**
 - The President shall be the chief executive of the LVDGC and responsible for its operation.
 - Shall preside at all general membership and special meetings and ensure they are conducted in an orderly and business-like manner.
 - Shall be responsible for administering the affairs of the LVDGC according to the policies and procedures described in these bylaws.
 - Shall appoint heads of committees as they are formed and replace them if needed.
 - Shall have access to LVDGC funds and have the authority to sign checks.
 - Shall sign all contracts and legal documents after approval by the Board.
 - Shall assist in creating and maintaining the Club's balance sheet.
 - Shall assist in the coordination of any methods used for LVDGC communications, such as newsletters, emails, web sites, Twitter, Facebook etc.
- **Director/Vice President**
 - The Director/Vice President shall perform the duties of the President whenever the President is unable to for any reason.
 - Shall assist in helping fulfill the goals of any Board of Directors or committee project(s).
 - Shall plan, organize, and oversee the execution of all LVDGC general membership elections.
 - Shall participate in the creation of the Club's annual operating budget.
 - Shall have access to LVDGC funds and have the authority to sign checks.
 - Shall assist in the coordination of any methods used for LVDGC communications, such as newsletters, emails, web sites, Twitter, Facebook etc.
- **Secretary/Treasurer**
 - The Secretary/ Treasurer shall run all meetings in an orderly manner
 - The Secretary/ Treasurer shall record the proceedings of all general membership and special meetings, and make such records available to the general membership.

- Shall participate in the creation of the Club's annual operating budget.
 - Shall assist in the coordination of any methods used for LVDGC communications, such as newsletters, emails, web sites, etc.
 - The Secretary/ Treasurer shall create and maintain a financial accounting system adequate to the needs of the Club.
 - Shall create and maintain all LVDGC bank accounts including records of all deposits and withdrawals.
 - Shall, with participation of the entire Board, maintain a balance sheet containing income and expenditures on an ongoing basis.
 - Report financial status and performance against the budget at board meetings as needed.
 - Shall have access to LVDGC funds and have the authority to sign checks and disburse funds for approved projects and activities in accordance with these bylaws.
 - Shall be responsible for establishing and maintaining records of the active membership.
 - Shall assist in the coordination of any methods used for LVDGC communications, such as newsletters, emails, web sites, Twitter, Facebook etc.
 - The Secretary/ Treasurer shall open and maintain the LVDGC checking account and have authority to sign checks for the disbursement of funds for approved projects and activities in accordance with these bylaws.
- **Four At Large Board Positions**
 - The At Large positions would assist in the following duties and other tasks as agreed on by the Board.
 - Promote the Club and sport of Disc Golf whenever and however possible.
 - Assist Tournament Directors of LVDGC events with publicizing the Club, tournaments, and the sport of Disc Golf using various mediums to include but not limited to newspapers, magazines, websites, Facebook Twitter, radio or Television.
 - Assist and advise Tournament Directors of LVDGC events with overall event coordination needs including but not limited to course set up requirements.
 - Work with the various agencies to promote disc golf as a sport.
 - Maintain and improve the courses.
 - Work with the various Parks & Recreation Departments for disc golf course improvements and new course designs.
 - Assist in the coordination of any methods used for LVDGC communications, such as newsletters, emails, web sites, Twitter, Facebook etc.
 - Additional duties, as approved or discussed by the Board.

Article IX – Operating Budget

- The LVDGC may retain an operating budget not to exceed \$5,000 which will be used but not limited to:
 - Paying vendors, CPA, any State, city or county fees and donations to charities

Article X – Committees

- As LVDGC projects and activities are approved, committees may be formed to coordinate their efforts.
- Not all projects require a committee, but when a committee is formed a chairperson shall be appointed by the President to oversee the effort and provide reports at meetings.
- Committee chairpersons and members need not be on the Board of Directors, but shall be part of the LVDGC general membership.
- If a committee chairperson is not on the Board, a Board member shall be assigned to communicate with the committee.

Article XI – Elections

- The annual election of the Board of Directors shall be coordinated in a fair and unbiased manner where no individual running for the Board is provided an advantage or special treatment by the election process.
 - In order to become a candidate for the Board, an individual must be a current PDGA member, an active LVDGC member and have either been self nominated or nominated by an active member. Nominations for the following year's Board shall be collected in November of each year.
 - Each nominee shall be provided equal opportunity to "campaign".
 - Elections shall be held at a December monthly meeting. Each current member can vote for each Board of Directors position. Written ballots shall be used and shall have specific Board positions associated with the candidates' names, if provided.
 - Absentee ballots are allowed provided they are received prior to the December election meeting and careful records of who voted are kept.
 - In order to avoid conflicts of interest, between three and five independent and trust-worthy individuals who have no direct interest in the outcome of the election shall be appointed by the Board to count the votes. Any current member can appeal the appointment, provided the appeal is backed up with a reasonable argument. Reasonable appeals shall cause the Board to change their appointments.
 - The following year's Board of Directors shall consist of the candidates receiving the most votes regardless of how many voted.
 - Positions shall be assigned in the following order: President, Director/Vice President, Secretary/ Treasurer, and four At Large positions.
- Initial approval or any amendments to these bylaws shall be voted on by the general membership.
 - A draft of the bylaws shall be made available at least 7 days prior to the membership vote for its approval.

- A “show of hands” style vote and written absentee voting shall be acceptable for approving bylaws.
- “General membership” is defined as those who choose to participate in the voting process, and not majority approval of votes required from the entire membership list.
- Under special circumstances the Board of Directors may choose to hold a special election for purposes of replacement of Board members or amendments to these Bylaws.

Article XII – Dissolution

- The LVDGC may be dissolved if a plan to dissolve the Club is approved by 75% of its members.
 - “Membership” is defined as those who choose to participate in the voting process, and not majority approval of votes required from the entire membership list.
- A dissolution plan shall be made available at least 15 days prior to the membership vote for its approval.
- A “show of hands” or written absentee vote shall be acceptable for dissolution provided it is approved by at least 75% of the active membership.
- Any and all remaining club funds will be donated to a charity upon approval of the dissolution plan by the club members.

