

# **CENTRAL DAKOTA SAFETY ASSOCIATION BYLAWS**

(Revised 07/19/09)

## **ARTICLE I – NAME, LOCATION AND SCOPE**

- Section 1. The name of this organization shall be the "Central Dakota Safety Association" (hereafter CDSA) and its principal office shall be located in Bismarck, North Dakota. The corporation may have such other offices, within the State of North Dakota, as the Board of Directors may designate or as the business of the corporation may require from time to time.
- Section 2. The mission of the CDSA shall be to provide a forum for the networking of members to proactively discuss safety, loss control, and risk management issues.

## **ARTICLE II – MEMBERSHIP AND DUES**

- Section 1. Membership in the CDSA shall be open to any individual, organization, or business entity that actively supports the mission of the CDSA. Each member shall have the right to cast one vote at all membership meetings.
- Section 2. The Board of Directors shall determine the amount of membership dues.

## **ARTICLE III – OFFICERS, DIRECTORS AND COMMITTEES**

- Section 1. The Board of Directors shall direct the business of the CDSA. The Board of Directors shall be elected from the general membership and shall consist of eight members; four of the directors shall be elected each year at the annual membership meeting and shall serve a term of two years. All members of the Board of Directors are to be volunteers and will serve without compensation.
- Section 2. Quorum for all CDSA meetings shall consist of four members of the Board of Directors.
- Section 3. The officers of the CDSA shall be elected from and by the Board of Directors to serve a term of one year and shall include:
- a) President
  - b) Vice President
  - c) Secretary
  - d) Treasurer
  - e) Program Coordinator
  - f) Membership Coordinator
  - g) Marketing Coordinator

- Section 4. The President shall be the presiding officer of the CDSA and shall exercise supervision over all of its affairs. The President shall preside at all meetings, with the right to vote only in the case of a tie.
- Section 5. The Vice President shall, in the absence of the President, be vested with all the powers of President, including the right to vote only in the case of a tie.
- Section 6. The Secretary shall be responsible for maintaining proper records of the CDSA meetings as well as all corporate documents. The Secretary shall in the absence of the President and Vice President, be vested with all the powers of the President, including the right to vote only in the case of a tie.
- Section 7. The Treasurer shall be responsible for timely payment of all CDSA expenses and issuing monthly financial reports. The Treasurer shall maintain accurate financial records for the Organization and arrange for the annual audit. The Treasurer shall be responsible for pickup at the local post office and for ensuring the Membership Coordinator is provided with all Membership forms. The Treasurer shall in the absence of the President, Vice President, and Secretary be vested with all the powers of the President, including the right to vote only in the case of a tie.
- Section 8. The Program Coordinator shall be responsible for arranging meeting presenters, locations and meals. The Program Coordinator shall send out meeting notices to CDSA members and potential members prior to each CDSA event. It is the responsibility of the Program Coordinator to arrange for the Organization to be provided an invoice from the vendor the day of the event.
- Section 9. The Membership Coordinator shall be responsible for maintaining a current membership log, list of contact information and dues paying status for CDSA members. Updates on this information shall be sent to the Program Coordinator regularly. Furthermore the Membership Coordinator shall be responsible for annual renewal letters and will follow up with non-renewing members as reported by the Treasurer.
- Section 10. The Marketing Coordinator shall be responsible for maintaining the CDSA web site and promotional materials. The Marketing Coordinator shall organize involvement in public events which will promote membership of the CDSA, i.e., NDSC Conference and etc. The Marketing Coordinator will work closely with the Membership Coordinator to review current membership lists to determine potential recruitment activities
- Section 11. Any officer may be removed whenever determined by the Board of Directors to be in the best interests of the CDSA. A two-thirds vote of the Board of Directors IS necessary.
- Section 12. A vacancy in the Board of Directors, as well as a vacancy in any office of the CDSA, may be filled by the remaining members of the Board of Directors for the unexpired portion of the vacated term.

Section 13. The Board of Directors may from time to time call special meetings, establish special program committees, and appoint chairpersons as necessary.

#### **ARTICLE IV - FINANCES**

Section 1. The Board of Directors shall have supervision over all the financial business of the CDSA.

Section 2. The fiscal year of the CDSA shall be from January 1 to December 31.

Section 3. The signatures of the Treasurer and one other member of the Board of Directors are required on all invoices and reimbursement requests.

Section 4. Financial record keeping shall be conducted through QuickBooks, at the expense of the Organization and maintained by the Treasurer

Section 5. A monthly financial report to the Board of Directors to included a itemized breakdown of cash receipts, expenditures, and copies of bank statements

Section 6. An audit shall be conducted by April 30 on an annual basis for the previous fiscal year by a committee of two appointed by the president of the association. Current board members are excluded from serving on the committee of two.

#### **ARTICLE V - DISSOLUTION**

Section 1. Any remaining assets of the CDSA shall be distributed to a foundation, fund, or other organization that mostly supports the mission of the CDSA.

#### **ARTICLE VI - AMENDMENTS**

Section 1. These bylaws may be amended at any CDSA meeting. A majority vote of the Board of Directors is necessary.

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