



## **Society Bylaws and Policies**

As revised by Colorado Skateboarding Society – April 24, 2021 by Joe Hose

### **ARTICLE 1. NAME and PURPOSE**

1.1. This organization is the Colorado Skateboarding Society, thereafter, known as “Society or CSS”.

1.2. The primary purpose of this Society is to:

1. To support the Skateboarding community through charitable, scientific, literary and educational purposes within the meaning and pursuant to IRS section 501(c)(3).
2. Be a voice that advocates the specific needs of Skateboarding in our communities.
3. Provide educational classes, workshops, and events (available for free or below-cost for individuals demonstrating a financial need) that build knowledge, skill development, confidence, creativity, and personal growth for all ages.
4. Provide and support a Skateboarding environment and facility that is safe, educational, positive, and free of discrimination.

### **ARTICLE 2. MEMBERS**

2.1. Adults (18 years of age or older) of good character may be admitted to membership in this Society.

2.2. Members in good standing are entitled to all rights and privileges of the Society. To be in good standing, members are obligated to pay the dues and fees provided in Society’s policy and comply with any other criteria set forth in these bylaws.

2.3. Members not in good standing may be suspended or removed by no less than a majority vote of the Board. At least seven (7) days previous notice of such pending action must be provided to the member. The member will have the right to appear to present their case to the Board on or before the meeting at which action will be determined.

2.4. A member may resign by submitting written notice to the Society. Any member who resigns or has been removed from Society membership forfeits all interest in any Society funds or property.



### **ARTICLE 3. OPERATIONS**

3.1. The administrative and fiscal year of this Society is January 1- December 31.

3.2. The Board will determine the frequency, day, time, and place of regular Society meetings, no less than once each month. Special Society meetings may be called, and scheduled meetings may be cancelled or rescheduled, by a majority vote of the Board or Society members, provided at least 48 hours previous notice is given. Society members may meet and conduct business by any method that allows all participants to simultaneously communicate with each other or as otherwise allowed by law. Participation constitutes attendance. Normal Society meeting rules apply. If any votes taken verbally are unclear, they should be taken by roll call.

3.3. One meeting each year between January 1 and May 15 will be designated as the annual meeting for Society elections. At least 30 days previous notice of the annual meeting must be given to members.

3.4. This Society may have standing committees as determined by a majority vote of the Board and defined in Society policy. The President may create and appoint additional committees as desired to conduct Society goals and activities, subject to approval by the Board, with their purpose, term, and duties defined upon creation. The Vice President and Director will co-manage all committee activities and provide progress updates to the Board members on a monthly basis.

3.5. At least one-third (1/3) of the Society members in good standing constitutes a quorum, and no less than a majority vote of the members present and voting is required to approve all business unless otherwise provided in these bylaws or Society policy.

3.6. This Society may host activities to inform Society and community members about matters of public interest.

### **ARTICLE 4. OFFICERS AND DIRECTORS**

4.1. The Officers will be a President, Vice President, Treasurer, and Secretary. This Society will also have a minimum of one (1) Director as stated in Society policy. No offices may be held by the same person except those of Secretary and Treasurer, and no person shall simultaneously serve as an Officer and a Director. The names, terms, and duties of such offices, as well as the processes for elections and filling of vacancies, will be included in relevant provisions of the society's bylaws and/or policies.



#### 4.2. Officers' duties are as defined below and in Society policy see: H. ADDITIONAL DUTIES OF OFFICERS and DIRECTORS

The President acts as the Society's executive Officer; presides at all meetings of the members and the Board; and regularly reports to both groups.

The Vice President acts as President when needed and may be assigned additional duties by the President or Board.

The Secretary keeps the Society's records; promptly reports membership changes; keeps minutes of Society and Board meetings; files required reports (if any) with local, national, and other government authorities; and regularly reports to the members and Board.

The Treasurer handles and accounts for all Society funds on authority of the Board; maintains Society financial records; and regularly reports to the members and Board.

The Director(s) has such duties as usually pertain to the office or as may be assigned by the President or Board.

### **ARTICLE 5. ELECTIONS AND VACANCIES**

5.1. Each Officer and Director (and nominees for same) must be a member in good standing with this Society. Any qualified, consenting member may be nominated either in advance or from the floor, according to Society policy.

5.2. The immediate past President is the most recent President willing and able to serve. The Secretary may be either appointed or elected, as provided in Society policy. All other Officers and Directors, including the Secretary unless they are appointed, will be elected at the Society's annual meeting by a majority vote, following a process provided in Society policy.

5.3. The President, immediate past President, President-elect, Treasurer, Secretary, Vice President and Director(s) will serve two-year terms or as provided in Society policy, beginning January 1 of each year.

5.4. Vacancies will be filled as follows: President: by the President-elect, immediate past President, or Vice President, as provided in Society policy. Immediate past President: by the most recent President willing and able to serve. For all other Officers and Director, new elections will be held within 60 days, provided at least fourteen (14) days previous notice of the meeting and nomination(s) is given to the members. However, if the Secretary is appointed, the President will appoint someone to fill the vacancy, subject to approval by the Board.



## **ARTICLE 6. BOARD OF DIRECTORS**

6.1. The Society Board of Directors (referred to in these bylaws as “Board”) consists of the President, immediate past President, President elect, Treasurer, Secretary, Vice President, and all Director(s), and such other positions as may be required by the laws of local jurisdiction.

6.2. The Board has the following responsibilities: Provide general management of the Society not otherwise delegated to the membership in these bylaws or Society policy. Assure the Society complies with applicable governmental rules and regulations. Determine the good-standing status of members in accordance with Society policy. Perform other duties as provided in these bylaws and Society policy.

6.3. A majority of the members of the entire Board constitutes a quorum, and a majority vote of the Board members present and voting is required for all business unless otherwise provided in these bylaws or Society policy.

6.4. The Board will meet regularly at a designated place and time that it determines. The Board may hold special meetings at the call of the President or a majority vote of the Board, provided at least forty-eight (48) hours previous notice is given to Board members of the date, time, place, and topic(s). Subject to laws of local jurisdiction, the Board may meet and conduct business by any method that allows all participants to simultaneously communicate with each other or as otherwise allowed by law. Participation constitutes attendance. Normal Board meeting rules apply. If any votes taken verbally are unclear, they should be taken by roll call.

6.5. The Board may take no action in conflict with an action of the membership. Other than disciplinary measures, an action of the Board may be rescinded or amended by two-thirds (2/3) vote of the Society members present and voting, provided at least fourteen (14) days previous notice is given to the members.

## **ARTICLE 7. DISCIPLINE**

7.1. “Conduct unbecoming a member” is defined in Colorado Skateboarding Society Policy as any conduct that: is incompatible with the best interests of the public or of members of the Society; or tends to harm the standing of the Colorado Skateboarding Society in the local or state community.



7.2 a. If written allegation of ‘conduct unbecoming a member’ is made against a member of the Society, the Society President shall immediately request a copy of all the details and shall appoint a special investigator to investigate the matter (or, if the Society President is accused, the immediate past President or Vice President shall act).

b. The Board shall consider the investigation report and determine whether to hold a hearing on the matter. The President shall notify the accused member of the investigation results and whether the Board intends to pursue the allegation(s). If a hearing is held, the Board shall then meet and report its decision, whether the member did or did not engage in “conduct unbecoming” and, based on that decision, the appropriate disciplinary action, if any, as follows: informal counseling, a verbal reprimand, written reprimand, suspension from office or Society membership, or removal from office or Society membership. The determination of the discipline should be based on the seriousness of the unbecoming conduct. All disciplinary actions shall be documented in Society records.

c. If either the accused member or the investigator believes that some part of the investigation or determination process was faulty, either party has the right to appeal the Board’s decision(s) to the Society membership. The appeal shall be heard at a special meeting of the Society members in good standing. The decision of the Society membership to uphold, reverse or change the Board’s decisions(s) shall be final.

d. If, at any point during the ‘conduct unbecoming’ process, possible criminal wrongdoing is discovered, the matter shall be reported to the proper authorities.

e. All materials, facts, and information related to the investigation, determination, and appeal (if any) shall be kept confidential at all times by any parties or persons involved in any part of the process.

f. The Society shall retain all official records on the matter (allegation report, investigation report, hearing record, Board report, and appeal record if any) as long as required by local law, and shall be retained in a confidential file.

7.3. If an Officer or Director is alleged by the President or a majority vote of the Board to be failing to perform their duties, the Board will investigate the allegation and determine the matter at a special meeting in executive session held within forty-five (45) days or as soon as reasonably possible. Written notice of the allegation, investigation, and hearing must be given to the accused member at least thirty (30) days prior to the hearing. The accused member will be permitted to attend the hearing and present a defense. If the allegation(s) is sustained by no less than a two-third (2/3) vote of the entire Board, the position will be declared vacant.



## **ARTICLE 8. FUNDS, ACCOUNTING, and DISSOLUTION**

8.1. Monies received for Society service activities, regardless of source, may be used only for service activities. Separate accounting records must be maintained for service funds and administrative funds.

8.2. By January 15, the Board will adopt separate budgets of estimated income and expenses for the administrative and service funds of the Society.

8.3. The Society's financial records will be examined annually by either (a) a qualified accounting firm; or (b) a standing financial review committee, as provided in Society policy. The Society's accounting records will be available for inspection by the accounting firm or the committee and, upon request, by the President or Board. A written report of the annual financial examination shall be submitted to the Board.

8.4. The Board determines the official depository/ies of Society funds and designates the person(s) authorized to pay Society charges.

8.5. Society membership dues, fees, and other assessments, as provided in Society policy, must be approved by two-thirds (2/3) vote of the members present and voting, provided at least fourteen (14) days previous notice of the vote and proposed amount is given to the members.

8.6. If this Society ceases operations for reasons such as lack of community interest, financial funding, or other irreconcilable differences, the Society President, following the procedure in 8.7, will provide for proper distribution of Society funds or other assets, in accordance with applicable law. Funds or assets not otherwise designated will be transmitted to a charitable foundation determined by the Board.

8.7 Dissolution procedures:

1. The motion to cease operations must be approved by full consensus of the Board of Directors and a supermajority (90%) of the active voting membership.
2. Members will be provided at least Thirty (30) days previous notice of the vote and reasons for dissolution.
3. The Society President / Vice President will obtain and file the necessary paperwork i.e., certificate of dissolution and lead the distribution of assets according to state or federal laws and Society guidelines.
4. For proper distribution of funds all outstanding loans, debts, and facility leasing obligation will be prioritized.



5. All assets will be sold or auctioned with proceeds transmitted to a charitable foundation determined by the Board.

## **ARTICLE 9. AUTHORITIES**

9.1. This Society's bylaws and policies will comply with all applicable laws in its local jurisdiction.

9.2. For authority on all matters not covered by these bylaws, the following documents will apply, in this order of priority: First—Colorado Skateboarding Society bylaws; Second—Colorado Skateboarding Society policies and procedures; Third—Robert's Rules of Order Newly Revised (latest edition)

## **ARTICLE 10. BYLAWS and POLICIES**

10.1. This Society will incorporate or register as required by law with the proper government authority(ies) within one (1) year from its charter date and maintain such incorporation or registration.

10.2. These bylaws may be amended by two-thirds (2/3) vote of the Society members present and voting, provided at least fourteen (14) days previous notice is given to the members.

10.3. If any provision of these bylaws is determined to be invalid, all other provisions still remain in effect.

10.4. The Society membership shall consider and create mandatory policies which complete provisions stated in the bylaws. Adoption shall be by two-thirds (2/3) vote of the Society members present and voting, provided at least fourteen (14) days previous notice is given to the Society members.

10.5. The Society Board may adopt other policies that are not in contravention of the applicable laws, and Society bylaws by at least a majority vote of the Society Board members present and voting, provided at least fourteen (14) days previous notice is given to the Board members.



## **SOCIETY POLICIES**

### **MANDATORY SOCIETY POLICIES**

As stated in the Society bylaws (Sec. 10.4): "The Society membership shall consider and adopt the mandatory policies which complete provisions stated in the bylaws. Adoption shall be by two-thirds (2/3) vote of the Society members present and voting, provided at least fourteen (14) days previous notice is given to the Society members."

Policies A-G must be considered, completed, adopted, and approved by the Society for incorporation into the bylaws.

### **A. SOCIETY DUES AND FEES**

*Notes: Use this policy to state the current amounts of dues and other fees (if any) for your Society. (a) The dues amount include the current Colorado Skateboarding Society dues and fees (b) Members will pay the following financial obligations to the Society:*

Currency USD

1. Monthly dues amount:
  - a. Individual Level: \$20.00
  - b. Family Level (individual plus 2 people): \$40.00
  - c. Additional Family Add on: \$5.00
  - d. New Member Enrollment fee: \$15.00
2. Other amount(s), if any:
  - a. Credit Card service fees, if applicable

### **B. MEMBERS IN GOOD STANDING**

A member is not considered in good standing with the Society if he/she:

1. Is more than 2 months in arrears on dues or fees owed by that member.
2. Optional: Other requirement(s)





## **C. OFFICERS AND DIRECTORS**

1. This Society has:

- 1 office for President
- 1 office for vice-President
- 1 office for Secretary
- 1 office for Treasurer
- Multiple Directors

A vacancy in the office of President shall be filled by: President-elect or past President

## **D. OFFICERS AND DIRECTORS TERMS**

Officers and Director terms are as follows:

- 1. President, President-elect, immediate past President: 2 year
- 2. Secretary: 2 year

Note: If appointed by the President, the Secretary should have the same length of term as the President.

- 3. Treasurer: 2 year
- 4. Vice-President: 2 year
- 5. All Directors: 2 years

## **E. OFFICERS AND DIRECTORS ELECTION PROCESS**

The election process for this Society is as follows:

- 1. The Society Secretary will be: elected by the membership. If the Society Secretary is not elected, they will be appointed within one (1) week after elections are held. Note: If the Secretary and Treasurer position are combined, the position should be elected, not appointed.
- 2. Volunteers will be appointed to prepare the ballot, count the votes, and certify the results.
- 3. Nominations may be made in advance or from the floor during the annual meeting, with the consent of those nominated.
- 4. Absentee ballots are not allowed. Proxy ballots are not allowed.
- 5. Ballots are only necessary when there are more nominees for an office than offices to be filled. If any ballot does not reflect a majority vote for one nominee, the nominee receiving the fewest votes will be dropped and a new vote taken for the remaining nominees; the same process will be followed until one nominee receives a majority of



the votes. If there are more nominees for Directors than offices to be filled, those receiving the highest number of votes will be declared elected without additional voting.

6. Electronic balloting is permitted for Society elections. Secure website balloting is recommended to ensure privacy and accuracy.

7. The Society Secretary will certify the election results to the membership.

8. Incoming Officers and Directors are referred to as “designate” (examples: President-elect designate, Secretary designate, etc).

9. Additional requirements (if any) used by this Society are:

a. At a regular meeting at least five (5) weeks prior to the annual meeting, the President shall appoint a Nominating Committee. The committee shall consist of not less than five (5) members and, if possible, a majority shall be Past Presidents. The President shall designate the chairman of this committee. The duties of this committee shall be to make nominations, with the consent of those nominated, and to prepare a ballot for the election of such Officers and Directors.

b. At least two (2) weeks before the annual meeting, the Nominating Committee shall submit to the membership at a regular meeting:

(1) the President-Elect as its sole nominee for the office of President;

(2) the Vice-President as its sole nominee for the office of Vice President-elect;

(3) a list of nominees not exceeding two (2) in number for each other office to be filled; and

(4) a list of nominees not exceeding the number of Directors to be elected plus three (3).

c. As provided above in Policy E.3, nominations may also be made from the floor in advance or at the time of the annual meeting, with the consent of those nominated, and those nominees, when so made, together with the list submitted by the Nominating Committee, shall then be the list of nominees submitted for the election of Officers and Directors.

## **F. ANNUAL FINANCIAL REVIEW**

To perform its annual financial examination as stated in Bylaws section 8.3, this Society: Has a standing financial review committee composed of two or more qualified Society members, excluding any Board members. Selection of the members will be determined by vote of the Society Board.

Committee members’ terms shall be for one year each, January 1 – December 31. It is recommended that no person serve more than three (3) consecutive terms. Note: An annual examination of financial records should include, but not be limited to, bank reconciliations, income, disbursements, budgets, balance sheets and income and expense statements for both



the administrative and service accounts, budgets, and any other financial records or reports of the Society.

\*\*Qualified Society members are those in good standing with the Society who have financial or accounting experience.

## **G. SOCIETY MEETING INFORMATION**

Note: Per Bylaws section 3.2, this Society is required to meet no less than once per month. The Society Board determines the frequency, day, time, and place of regular Society meetings. The Society may use this policy to list Society meeting information.

## **H. ADDITIONAL DUTIES OF OFFICERS and DIRECTORS**

Officers and Directors duties, other than those defined in the Society bylaws, are as follows: Attend a minimum of four meetings per year. Board Members must attend at least 50% of the meetings to remain on the Board unless excused by the President.

Officer's and Directors' duties, other than those defined in the club bylaws, are as follows:

1. President:
  - a. Creating and maintaining community partnerships with applicable businesses and government organizations
  - b. Leading larger fund raising and donation efforts
  - c. Managing grant acquisitioning
  - d. Designated person authorized to pay Society charges
  - e. Assists the Board of Directors as needed
2. Vice President:
  - a. Supports events and program planning efforts
  - b. Co-manages special committees
  - c. Designated person authorized to pay Society charges
  - d. Assists the Board of Directors as needed
3. Secretary:
  - a. Assists the Board of Directors as needed
  - b. Manages all social media and communication accounts
4. Treasurer:
  - a. Monthly reconciliation of bank statements and accounts
  - b. Assists the Board of Directors as needed
5. Directors:
  - a. Manages and leads all activities assigned to their area of responsibility



- b. Co-manages special committees
- c. Maintains applicable website content and news
- d. Leads membership communication efforts (minimum of two times per month)
- e. Assists the Board of Directors as needed

#### **I. STANDING COMMITTEES**

This Society has the following standing committees:

##### **1. Committee Name: Events and Programs**

**Purpose:** The Events and Programs committee has the task of developing new ways for CSS to create community impact and influence

**Duties:** Create, develop, schedule, and facilitate monthly and annual events and 501. C3 exception programs that align to the CSS Vision and Mission Statement

#### **J. REDUCED DUES**

The Board shall be exempt from paying regular dues. Regular dues for the Board members shall be reduced by the estimated amount of 50% regular dues.

#### **K. MICRO PURCHASE LIMIT**

The Board authorizes the President and Vice President to make or authorize single purchases up to \$200.00 without membership approval for events and business-related expenses. All purchases greater than \$200.00 but less than \$1000.00 shall require board approval. Anything over \$1000.00 shall be approved by two-thirds (2/3) vote of the Society members present and voting.

**Note:** A Society policy on an additional topic(s): (1) should assist Society operations in a strategic way; (3) should be long-term, lasting multiple years, until or unless changed or rescinded; (4) must be properly adopted as stated in Section 10.5 of the Society Bylaws.

### **ADOPTION AND APPROVAL**

Society Bylaws, Mandatory Policies, and Optional Policies

### **COLORADO SKATEBOARDING SOCIETY APPROVAL**

Date Adopted: 02/18/2021

Date Approved: 05/11/2021



EST. 2021

## Board of Directors Signatures

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Joe Hose, President

Date

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Michael Howard, Vice President

Date

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Krista Brewer, Society Secretary

Date

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Daniel Siemens, Society Treasurer

Date

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Damian Dixon, Director of Events and Programs

Date

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Dale Bonnell, Director of Advocacy and Community Outreach

Date