

TWIN CITIES BLIND SAILING



TWIN CITIES BLIND SAILING Bylaws

Article I: Name and Location

Section 1: The name of the organization shall be Twin Cities Blind Sailing, hereinafter referred to as "TCBS."

Section 2: The principal office of the TCBS shall be in the state of Minnesota.

Article II: Purpose

Section 1: To provide accessible sailing experiences in Minnesota for blind and visually impaired individuals of all ages that fosters independence, cultivates confidence, and strengthens community.

Article III: Membership

Section 1: Regular Membership with TCBS is open to individuals who are Blind or Visually Impaired.

Section 2: Honorary Membership with TCBS is open to individuals who volunteer as sighted guides or partner with TCBS.

Section 3: Membership categories, dues, and privileges shall be determined by the Board of Directors and outlined in a separate membership policy.

Article IV: Board of Directors

Section 1: The governing body of TCBS shall be the Board of Directors, consisting of nine elected members.

Section 2: Directors shall serve a term of two years or three years, with the possibility of re-election.

Section 3: The Board of Directors shall have the authority to make decisions on behalf of TCBS, including but not limited to financial matters, event planning, marketing, and membership policies.

Section 4: The Board of Directors should assist in the fundraising efforts.

Section 5: The Board of Directors shall be elected by the Advisory Committee.

Section 5.01: The Advisory Committee shall consist of professionals who are not currently serving on the Board of Directors. Members of the Advisory Committee shall be appointed or selected according to procedures outlined in the organization's policies.

Section 5.02: The Advisory Committee shall convene annually in October to interview and review candidates for the Board of Directors. The purpose of this meeting is to assess the qualifications, skills, and suitability of potential board members.

Section 5.03: The Advisory Committee shall nominate individuals for election to the Board of Directors based on their qualifications, expertise, and alignment with the organization's mission and goals.

Article V: Officers

Section 1: The officers of TCBS shall include a President, Vice President, Secretary, and Treasurer.

Section 1.01: Roles of the President

1. The President shall preside over all meetings of the Board of Directors.
2. The President shall work collaboratively with the Executive Director to develop the agenda for board meetings and ensure that all necessary materials are prepared and distributed to board members in a timely manner.
3. The President shall oversee the activities of all committees established by the organization, ensuring that committees are meeting regularly and making progress toward their objectives.
4. In the event of a vacancy/absence of the President, the Vice President shall assume the duties of the President until a successor is elected by the Board of Directors or returns.

Section 1.02: Roles of the Vice President

1. In the event of a vacancy/absence of the President, the Vice President shall assume the duties of the President until a successor is elected by the Board of Directors or returns.
2. The Vice President shall be invited to attend all meetings with the Executive Director along with the President, to ensure continuity of leadership and effective communication between the Board and management.
3. The Vice President shall perform special duties as assigned by the President or the Board of Directors, including but not limited to leading special projects or initiatives.
4. In the event of a vacancy in the office of the Vice President, the Board of Directors shall appoint a successor to serve until the next regular election.

Section 1.03: Roles of the Treasurer

1. The Treasurer shall be responsible for managing the financial affairs of the organization.
2. The Treasurer shall oversee the organization's financial records, including accounts payable, accounts receivable, and general ledger.
3. The Treasurer shall ensure that accurate and complete financial records are maintained and that financial reports are prepared in a timely manner for presentation to the Board of Directors and members as required.
4. The Treasurer shall develop and monitor the organization's annual budget in collaboration with the Board of Directors and Executive Director.
5. The Treasurer shall file any required financial reports, tax returns, and other documents with relevant government agencies in compliance with applicable laws and regulations.
6. The Treasurer shall work closely with the Board of Directors.
7. The Treasurer shall provide financial guidance and support to the Board of Directors, Executive Director, and other officers as needed.
8. The Treasurer shall perform such other duties related to financial management as may be assigned by the Board of Directors or bylaws of the organization.
9. In the event of a vacancy in the office of the Treasurer, the Board of Directors shall appoint a successor to serve until the next regular election.

Section 1.03: Roles of the Secretary

1. The Secretary shall be responsible for maintaining accurate and complete records of all meetings of the Board of Directors and members of the organization.

2. The Secretary shall record minutes of all meetings, including the date, time, location, attendees, and actions taken.
3. The Secretary shall distribute minutes of meetings to the Board of Directors and members in a timely manner for review and approval.
4. The Secretary shall be responsible for scheduling meetings of the Board of Directors and ensuring that proper notice is given to all members in accordance with the organization's bylaws.
5. The Secretary shall maintain the official records and documents of the organization, including but not limited to bylaws, articles of incorporation, and resolutions.
6. The Secretary shall oversee matters related to compliance with state regulations, including filing required reports and documents with the Secretary of State or other relevant government agencies.
7. The Secretary shall perform such other duties related to record-keeping and administrative support as may be assigned by the Board of Directors or bylaws of the organization.
8. In the event of a vacancy in the office of the Secretary, the Board of Directors shall appoint a successor to serve until the next regular election.

Section 2: Officers shall be elected by the Board of Directors and serve a term listed below.

Section 2.01: President shall be elected by the Board of Directors and serve a one-year term with an option of re-election. No individual may serve more than three consecutive years in this position. After serving three consecutive years, an individual may be eligible for re-election to the same position after a minimum break of two years out of that position.

Section 2.02: Vice President shall be elected by the Board of Directors and serve a one-year term with an option of re-election. No individual may serve more than three consecutive years in this position. After serving three consecutive years, an individual may be eligible for re-election to the same position after a minimum break of two years out of that position.

Section 2.03: Secretary shall be elected by the Board of Directors and serve a one-year term with an option of re-election. There is no term limit for this position.

Section 2.04: Treasurer shall be elected by the Board of Directors and serve a one-year term with an option of re-election. There is no term limit for this position.

Section 3: Officers term can be shortened if the Officer is not in line with the Mission, Values, Vision, or withdraws from the position.

Section 3.01: This will require a majority vote by the Board of Directors to remove an officer.

Section 4: At the end of their term or upon resignation, officers shall transfer their responsibilities and provide necessary documentation to their successors to ensure a smooth transition of leadership.

Article VI: Meetings and Committees

Section 1: Regular meetings of TCBS shall be held six times a year at a time and place determined by the Board of Directors. Notice of these meetings shall be provided to all members in advance.

Section 1.01: One of the regular meetings shall be held in November every year specifically for the transition of board members. This meeting will focus on the transfer of responsibilities from outgoing board members to incoming board members.

Section 2: In addition to regular meetings, special meetings may be called by the President or upon written request of a majority of the Board of Directors. Notice of special meetings shall be provided to all members in accordance with the bylaws.

Section 3: Each member of the Board of Directors is expected to maintain a minimum attendance record of at least 60% at scheduled board meetings held during their term of office. Failure to meet this attendance requirement may result in a review of the member's position on the board.

Section 4: Board members are expected to actively participate in the committees to which they are appointed. Active participation includes regular attendance at committee meetings and contributing to the committee's work and objectives.

Article VII: Amendments

Section 1: These bylaws may be amended by a two-thirds majority vote of the members present at a regular or special meeting.

Article see VIII: Dissolution

Section 1: In the event of the dissolution of TCBS, any remaining assets shall be distributed to a charitable organization as determined by the Board of Directors.

Article IX: Miscellaneous

Section 1: These bylaws shall take effect upon approval by a majority vote of the members present at a regular meeting.

Section 2: The bylaws shall be reviewed and, if necessary, updated at least every two years.

Date of Adoption: June 13, 2024