

Good Dragon Foundation: Bylaws

Adopted February 1, 2024

ARTICLE I – NAME

The name of this organization shall be the Good Dragon Foundation.

ARTICLE II – PURPOSE

The primary purpose of Good Dragon Foundation shall be to provide adults and seniors opportunities to improve physical, mental and emotional fitness by offering martial arts, ki gong, yoga and personal growth instruction.

ARTICLE III – THE GOOD DRAGON FOUNDATION BOARD

Section 1 – The Good Dragon Foundation Board

- A) The Board consists of the following officers: a President, Vice President, Treasurer and Secretary.
- B) The Good Dragon Foundation Board may include other positions such as a Member at Large.
- C) Meetings shall be chaired by the President. In the event the President is unable to chair any meeting, the Vice President will lead the meeting. In the event the Vice President is not available, the Secretary will open the meeting and hold an election for a temporary chair.

Section 2 – Nominations to the Good Dragon Foundation Board

Nominations to the board may be made from the floor at the time of election. A nominating committee may be formed at the discretion of the Good Dragon Foundation Board.

Section 3 – Qualifications for the Good Dragon Foundation Board

To qualify for election to the Good Dragon Foundation Board, an individual must be a gup or dan member of World Tang Soo Do Association or World Ki Gong.

Section 4 – Election of Good Dragon Foundation Board Members

- A) Nominations may be made from the floor at the time of election.
- B) Nominees must be present at the election meeting. For election, the candidate must receive a 2/3 majority vote of ballots cast.
- C) Voting will be by ballot or by acclamation if only one individual is nominated for a position.

Section 5 – Term of Office

- A) The term of office for a board member is four years, starting on January 1.
- B) Board members may serve 2 consecutive terms in the same position. A member may serve again after a leave of from the position.

Section 6 – Responsibilities of the Good Dragon Foundation Board

- A) Perform the duties of their offices in accordance with Good Dragon Foundation policies and procedures.
- B) Serve as guardian of Good Dragon Foundation funds; participate in any required financial audit.

Section 7 – Vacancies and Resignations

- A) If a board member is absent from an board meeting more than 3 times in the year, he/she may be removed from the position by a two-thirds majority vote of the ballots cast either at a regular board meeting or a meeting announced for that purpose.

- B) Any board member may resign at any time for any reason by giving the President of the Board written notice.
- C) Any board member of the Good Dragon Foundation may be removed from office for cause by a two-thirds majority vote of ballots cast at a regular or special meeting announced for that purpose.

Section 8 – Filling of Vacancies

- A) Vacancies shall be filled by a two-thirds majority vote at the next meeting or special meeting of the Good Dragon Foundation Board after the vacancy occurs. Such persons chosen to fill said vacancies shall serve for the remainder of the unexpired term.
- B) A person chosen to fill any vacancy on the board shall meet the qualifications as defined in Article III, Section 3.

ARTICLE IV – MEETINGS

Section 1 – Regular Meetings

The Good Dragon Foundation Board will meet quarterly by video conference.

Section 2 – Special Meetings

A special meeting may be called at any time by a majority vote of the board, or by a quorum of board members, provided sufficient notice is provided to the membership.

Section 3 – Method of Notification

The Good Dragon Foundation will provide 7 days' notice by email.

Section 4 – Quorum

The quorum for voting purposes shall be, at a minimum, three board members.

ARTICLE V – COMMITTEES

The board may establish committees as are needed for the welfare and operation of the intergroup. Each committee is responsible to the IG board.

ARTICLE VI – CONFLICTS OF INTEREST

Good Dragon Foundation is committed to operating in a manner consistent with federal and state regulations regarding conflicts of interest. Any board member who has an actual or potential conflict of interest or financial interest in the outcome of any matter shall recuse himself or herself from any vote involving such matter.

ARTICLE VII – PARLIAMENTARY PROCEDURE; VOTING

Good Dragon Foundation shall conduct its business by following standard parliamentary procedure such as described in Robert's Rules of Order. A two-thirds majority shall be required for all voting matters.

ARTICLE VIII – AMENDMENTS TO THESE BYLAWS

These bylaws may be amended at any time by a two-thirds majority vote of the board present and voting at any regular or special meeting. The proposed amendment must be communicated in writing to each board member at least 7 days prior to the voting meeting.

ARTICLE IX – DISSOLUTION

The Good Dragon Foundation may be dissolved by a two-thirds majority vote of its board. Such dissolution shall be carried out in accordance with applicable state and federal law.