

Spokane Distance Project – By-Laws  
11-21-14

I. Name

1. The name of the organization shall be Spokane Distance Project.

II. Board of Directors

1. The Board of Directors shall serve without pay and consist of 3 members.
2. Directors shall be active members of the Spokane Distance Project.
3. Directors shall serve one year terms.
4. Vacancies shall be filled by recommendation of the coach or the Board, and appointed by the Board.
5. Directors with multiple practice or meeting absences in a calendar year, resulting in a lack of communication and/or support of the Mission Statement shall be dismissed from the Board.

III. Officers

1. The officers of the Board shall consist of a Chair, Secretary, and Treasurer nominated by the Board.
2. Elected officers will serve one year terms coinciding with their Board appointment.
3. (a)The Chair shall preside at all Board meetings, appoint committee members, and perform other duties as associated with the office. (b)The Secretary shall assume the duties of the Chair in case of the Chair's absence, and shall be responsible for the annual minutes of the Board, and shall keep all approved minutes in a minute book. (c) The Treasurer shall keep record of the organization's budget and prepare financial reports as needed.

IV. Committees

1. The Board may appoint standing and ad hoc committees as needed.

V. Meetings

1. Regular meetings shall be held on Tuesday evenings at 6:00, coinciding with team practice. No minutes will be necessary for Regular meetings.
2. One annual meeting shall be held near the end of the year to elect or re-elect Board members, to produce annual minutes and maintain regulatory requirements, and to retain the team Coach. The date will be determined by the Coach and Chair, and posted at least one week in advance on the team calendar.
3. Special meetings may be held at any time when called for by the Chair or a majority of Board members.
4. No Agendas will be provided in advance.

#### VI. Voting

1. Members elect Board and Officers, and approve the coaching agreement, at the annual meeting. Other items requiring member voting shall be determined by the Chair and/or Coach.
2. (a) Organizational items are approved by the Board unless Board and/or coach determine item goes to membership for voting. (b) A majority of Board members constitutes a quorum. (c) In absence of a quorum, no formal action shall be taken except to adjourn the meeting.
3. Passage of a motion requires a simple majority (ie, one more than half the members present).

#### VII. Conflict of Interest

1. Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

#### VIII. Fiscal Policies

1. The fiscal year of the board shall be January 1 to December 31.

#### IX. Amendments

1. These by-laws may be amended by a simple majority vote of Board members present at any meeting.