**FRIENDS OF GEODE STATE PARK**

**BYLAWS**

The **Friends of Geode State Park** (FOGSP) is a non-profit 501(c)3 Public Charity, service-oriented group dedicated to the advancement Geode State Park.

**I. NAME**

The name of this organization shall be **Friends of Geode State Park** (FOGSP)

**II. PURPOSE**

The purpose of this organization shall be to develop and maintain an association of persons interested in Geode State Park, to focus the public’s attention on Geode State Park, and to work in cooperation with the Park Staff and the Iowa Department of Natural Resources on projects and improvements within Geode State Park.

**III. MEMBERSHIP**

A. Membership in the organization shall be open to any persons or civic groups who support the purposes of the organization.

B. The fiscal year for the organization shall be July 1-June 30. Membership dues shall be payable prior to July 1. Dues shall not be prorated.

C. Memberships with annual dues structures are as follows: Individual $25, Family $35, Civic Groups $50, Individual Lifetime (paid once only) $250.

**IV. Executive Board**

A. The Executive Board of the FOGSP shall conduct the affairs of the organization. The Board shall be comprised of seven elected members and will serve without compensation. The Park Manager of Geode State Park is an ex-officio member of the board of directors.

B. The officers of the Executive Board shall be President, Vice President, Secretary, and Treasurer.

C. Term of office shall be two (2) years. Terms shall run from July 1-June 30. Officers shall be installed prior to the fiscal year (in May).

D. The Executive Board shall meet at the call of the President, with appropriate notice sent to all members. Four (4) of the seven (7) members of the Executive Board attending a meeting shall constitute a quorum. Vacancies on the Executive Board shall be filled by appointment by the President. A special meeting of the Executive Board may be held at the request of three of its members.

E. Duties of officers

1. ***The President*** shall chair the Executive Board and conduct the meetings of the organization, appoint committee chairmen, and coordinate the agenda for meetings. President responsibilities include notifying the membership and providing the agenda in advance of the meetings. The President will appoint standing committee chairmen and at-large members. The President is an exofficio member of all committees, except the nominating committee.

2. ***The Vice-President*** shall prepare a Friend’s newsletter at least two (2) times a year. The Vice-President shall serve in the absence of the President at meetings and as the President’s representative as requested.

3. ***The Secretary*** will record the minutes of the meetings and write any correspondence necessary by the membership. Copies of the minutes shall be distributed to the Executive Board before scheduled meetings. The Secretary shall work with the Membership committee to maintain the annual membership directory.

4. ***The Treasurer*** is responsible for signing all checks in accordance with the annual budget, making deposits, paying organization debts, making regular written reports to the membership at meetings, and drafting an annual budget for action by the President.

**V. COMMITTEES AND DUTIES**

The President may appoint ad-hoc committees as the need arises. Chairpersons of ad-hoc committees are not voting members of the Executive Board. No committee will act as a separate entity. The Board should be apprised of any new and developing issues and shall have the authority to establish policies and procedures as needed.

**VI. STANDING COMMITTEES**

A. *Membership Committee* is responsible for encouraging new members, keeping a current membership directory and collecting the payment of annual dues.

B. A *Nominating Committee* consisting of three members shall be appointed by the President in January of odd (each) years. This committee shall present the slate of officers at the March Exectutive Board meeting and inform the membership by publishing it in the newsletter. Election of officers is to be held at the conclusion of annual meeting in May. Nominations may also be accepted from the floor by voting members. Executive Board members and Officers will be elected by a majority vote of the active members. Active members must be present to vote.

**VII. MEETINGS**

The organization shall hold regular Executive Board meetings general meetings. The Executive Board shall be responsible for scheduling and planning all meetings.

**VIII. VOTING**

A. Active members shall be entilted to one vote per membership. Membership voting shall be limited to election and removal of directors and voting on motions at general meetings.

B. The annual budget shall be approved by a majority vote of the membership.

C. All motions brought before the Executive Board must have a majority vote of those attending for adoption or approval by the Board.

D. Votes brought before any committee, standing or ad-hoc will pass upon the majority approval of those committee members attending the meeting.

E. The president may allow members of the board to vote on a pending measure by e-mail or text under either of the following circumstances:

(a) The president determines that it is necessary for the board to make a decision before the board's next scheduled meeting. The president may accept a motion and a second on the motion by e-mail or text.

(b) A meeting of the board is called and the number of members present at the meeting is less than a quorum. The president may accept a motion and a second on the motion from among the members present at the meeting. Under the circumstances set forth in (a) or (b) above, the president shall then send the wording of the motion to all members of the board by e-mail or text and direct the members to vote on the motion by e-mail or text by a date and time established by the president; provided that such date and time shall not be less than 48 hours from the time the motion is sent to the members, unless the president determines that the matter is of such urgency that it cannot be delayed for 48 hours. Votes sent to the president by e-mail or text after the time designated will not be counted. At the expiration of the time established, the president shall send by e-mail or text to all members a tally showing the votes cast by each member and the results of the vote. At the next meeting of the board, the president shall announce the results of the vote for the record. The minutes of the meeting shall show the names of the members who voted by e-mail or text and how they voted.

**IX. FUNDS**

A. The President shall present the annual budget to the Executive Board for approval prior to the annual membership meeting in May, then to the membership for ratification.

B. The Treasurer shall maintain a book of accounts. The annual budget format shall be a line item budget set up to show two years of financial data.

C. Any non-budget expenditure exceeding two hundred and fifty dollars ($250.00) will require a majority vote by the elected officers enumerated in IV.B.

D. Checks under the amount of two hundred and fifty dollars ($250.00) shall be signed by the Treasurer. If the amount is more than two hundred and fifty dollars ($250.00), it shall be signed by the President and the Treasurer. Or, if either is unavailable, it may be signed by one of them and another member of the Executive Board.

E. The Board shall appoint an auditor, not an officer, to audit the Treasurer’s books at the end of the year.

F. Upon dissolution of the organization, all monies will be distributed towards the betterment of Geode State Park as determined by majority votes of the membership.

**X. AMENDMENTS**

The By-laws may be amended at any regular meeting of the organization. The proposed amendments will be prepared by the Board and be provided to each member in writing at least two (2) weeks before the meeting date at which the changes will be presented. By-laws will be adopted by a simple majority vote of attending members.

The foregoing bylaws were adopted by the Executive Board of the ***Friends of Geode State Park*** organization by affirmative vote of a majority of said Board members at its meeting on the 11th day of March, 2018.

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David E. Smith, President

Subscribed and sworn to before me on this \_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_, 2018.

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NOTARY PUBLIC in and for the State of Iowa

Revised 3/2/2018