

## **Article 1: Name of Organization**

Prairie Thunder Pyrotechnics Guild Incorporated

## **Article 2: Mission and Purpose**

The mission of Prairie Thunder Pyrotechnics Guild, which hereafter in these bylaws may also be referred to as PTPG or club, is to educate our members, the public, media, and government entities, in the safe and artistic use of all types of pyrotechnics.

PTPG is a non profit organization. The purpose of the PTPG is to promote the enjoyment of fireworks, education of its members and the public in the safe use of fireworks and promote the exchange of information about fireworks

## **Article 3: Membership**

### Section 1: Membership Eligibility

Any person of good standing may become a member of PTPG upon meeting the approval of a majority of the membership committee and paying annual dues and application fee as set forth in the membership application. Persons under the age of 18 may become a member provided they have a parent or guardian who is a member in good standing with the club.

### Section 2: Membership Classes

A) Regular membership – Available to any individual over the age of 18. This membership class has voting privileges.

B) Family membership – Available to any individual over 18 and their immediate family members which include and are limited to spouse or domestic partner and children, and or step-children under the age of 18. Each individual over the age of 18 within a family membership has voting privileges.

C) Junior membership – Available to any individual under the age of 18 with the permission of a parent or guardian who is a regular member.

### Section 3: Termination of Membership

Membership may be terminated upon non payment of any dues. Membership may be terminated when a member displays conduct not in the best interest of the PTPG. Cases of non-voluntary termination of membership will be presented to the Board of Directors. The Board of Directors will vote on the termination and if

a majority vote of the Board is obtained, the membership in question will be terminated.

## **Article 4: Board of Directors**

### Section 1 Composition

The Board of Directors shall consist of the officers of the organization and 1 member at large.

### Section 2: Powers and Duties

A) The Board of Directors shall keep a complete published record of all its activities and present a full statement to the members at the regular Annual Meeting.

B) The Board of Directors shall appoint all necessary committees.

C) The Board of Directors shall conduct day to day business and represent the members of The PTPG

### Section 3: Meetings

Any member of the Board of Directors can call meetings of the Board of Directors at any time.

## **Article 5: Officers**

### Section 1: Definitions

The officers of the Club shall consist of the President, Vice President, Secretary and Treasurer.

### Section 2: Qualification

Officers shall be active members of PTPG and must maintain this status for the duration of his or her term as an officer

### Section 3: Term of Office

Officers shall be elected for a term of two years or until a successor is elected, or until removed or resigns. To provide continuity, the president and secretary shall be elected in even numbered years and the vice president and treasurer are elected in odd number years. The member at large position is elected annually to serve a 1 year term.

#### Section 4: Duties of the President

The President shall preside at all meetings of the members and at all meetings of the Board of Directors. He or she shall, whenever deemed necessary, call special meetings of the Board of Directors. He or she shall sign, as President, all documents requiring the signature of a Chief Executive Officer, perform and discharge such other duties, and shall have such other powers as the Board of Directors may from time to time prescribe. The President is chair of the membership committee

#### Section 5: Duties of the Vice President

The Vice-President shall perform the duties of the office of the President in the absence of the President. The Vice-President is the chair of the safety committee.

#### Section 6: Duties of the Secretary

The Secretary shall record the minutes at every meeting of the board, the annual meeting, and any other general membership meeting. The Secretary shall maintain the archives of minutes and publish the proceedings. The Secretary shall keep a correct roll of all members and their personal information including; address, email, phone numbers, and emergency contact. The Secretary is the chair of the meeting committee.

#### Section 7: Duties of the Treasurer

The Treasurer shall receive all of the monies of the PTPG, giving a receipt thereof, and shall have the custody and control of all the funds, subject to the direction and control of the Board of Directors. The Treasurer shall keep a correct and accurate account of all monies received and disbursed, and of the financial condition of the PTPG and shall, whenever reasonably requested by the Board of Directors, prepare and submit a statement of financial condition of the Club. The books shall at all times be open and accessible to inspection and audit by the Board of Directors. The Treasurer is the chair of the audit committee and shall have the records of the PTPG audited by an independent entity at such times and frequency as directed by the board of directors or at the request of the full membership.

#### Section 8: Removal from office

Any complaint against any of the officers alleging neglect or unfaithful performance of his duties shall be made in writing and addressed to the President (excepting any complaint against the President, in which event any such written complaint should be addressed to the Vice-President). It shall be at the discretion of the Board to either expel the officer via a simple majority of the Board, or

bring his or her matter of conduct before a meeting of the general body for a vote where a super majority would be required to execute the removal.

#### Section 9: Vacancies in office

Whenever a vacancy occurs (other than President), the remaining Board of Directors shall fill such vacancy by election, by majority vote of the entire Board, of some other member to fill such vacancy and such new officer shall hold office until the election of a successor by the members, at the next regular meeting, to complete the remainder of that replaced director's term. Any officer who ceases to be a member of the club shall thereupon cease to be an officer. If the President vacates their office, the Vice President shall assume the office of President for the remainder of the term until the election of a successor by the members at the next regular meeting.

### **Article 6: Membership meetings**

#### Section 1: Business meetings

A business meeting shall be held at least annually as called by the Board of Directors. The time, place, and agenda of such meetings will be delivered to the membership by written notification via email or postal letter no less than 30 days prior to the meeting.

#### Section 2: Quorum

A quorum shall consist of 10% of the membership of PTPG. In relation to matters before the Board, a quorum will consist of a simple majority of the board.

#### Section 3: Meeting Agenda

The general agenda of the meeting shall consist of:

- Minutes of the last meeting
- Secretary's report
- Treasurer's report
- Any other officer's report
- Committee reports
- Old Business
- New Business

#### Section 4: Voting

All members as defined in article 3 section 2 in good standing shall have one vote. Voting shall be by simple majority unless provided for elsewhere in these bylaws.

## **Article 7: Business Practices**

### **Section 1: Funds**

All monies belonging to PTPG shall be received by the treasurer and deposited in to specific club bank accounts or invested as approved by the Board of Directors.

### **Section 2: Expenditures and Receipts**

At the beginning of each year, the Board may establish a maximum amount that may be expended, for any single expenditure and in aggregate for the year. This amount must be ratified by a simple majority of the members voting at the first annual business meeting. It may be changed during the year if so advised by the Board and approved by a two-thirds majority of the members at a business meeting. In an emergency, the Board may, as well, by unanimous vote, increase the amount allowed for expenditures. It is further resolved that the practice of operating under deficit spending is prohibited.

### **Section 3: Agents**

The BOD may authorize any officer, officers, agent, or agents to enter into any contract, or execute and deliver any instrument, in the name of, and on behalf of PTPG. Such authority may be general or confined to specific instances.

### **Section 4: Audit**

The Treasurer of PTPG is the chairman of the audit committee which will conduct an audit of all PTPG accounts annually. An independent audit can be requested by a majority vote of the membership at any time. It is further defined that sitting as chair of the audit committee is expressly for the purpose of familiarity of the records and ability to readily produce said records to the remainder of the committee or independent auditor. It shall be the responsibility of the remainder of the audit committee or independent auditor to perform the actual audit.

### **Section 5: Fiscal year**

The Fiscal Year for PTPG shall be the calendar year.

### **Section 6: Privacy**

Our membership files and mailing lists which may include home addresses, email addresses, and phone numbers shall remain private to the club and will not be used or distributed for any use that is not related to business or activities of the PTPG without the express written consent of the membership or individual.

### **Section 7: Non-Discrimination**

PTPG shall not discriminate against any person or group in any manner on the basis of sex, race, age, religion, handicap, or ethnic origin.

#### Section 8: Parliamentary Authority

The current edition of Roberts Rules of Order is the parliamentary authority for conduct at any meeting of the board or the club. One person, not on the board of directors, should be designated as parliamentarian to settle disputes.

#### **Article 8: Limitation of liability**

The membership and officers of PTPG serve without compensation, and shall not be liable for personal injury, or property damage, if the claim for such damages arises from an act committed in good faith, and without willful or wanton negligence in the course of an activity.

#### **Article 9: Committees**

##### Section 1: Committee chairs and roles

The Board of Directors may appoint additional committees other than those listed below, consisting of such Directors or members and for such terms and with such powers and duties, as it shall in its discretion determine.

##### Section 2: Standing committees

Safety

Chair- Vice President

Membership

Chair- President

Meeting

Chair- Secretary

Audit

Chair- Treasurer

#### **Article 10: Amendment process for bylaws**

These by-laws may be altered, amended, or repealed, and new by-laws may be adopted by two thirds (2/3) majority vote of the membership present at the annual meeting. Changes to the bylaws should be sent to all members by written notification no less than 30 days in advance of the annual meeting.

#### **Article 11: Dissolution**

In the event of dissolution of PTPG, its assets shall be transferred to The Pyrotechnics Guild International Incorporated, a 501(c) (3) corporation.