

Fitness For Life Around Grant County

Constitution and Bylaws

Article I

Section A - Name of Organization

The committee shall be named Fitness For Life Around Grant County (FFLAG).

Article II

Section A – Mission of FFLAG

The mission of FFLAG is to educate and bring awareness to Grant Countians about physical fitness and healthy lifestyles.

Article III

Section A – Functions of FFLAG

The functions of FFLAG are to:

- Collaborate to assess community needs
- Provide input for development and management of programs and services
- Assist in identifying funding sources for new programs
- Assist in the development and implementation of a marketing plan
- Assist with evaluation of existing activities
- Be an active advocate for FFLAG
- Provide training and/or technical assistance
- Educate the community on issues surrounding healthy lifestyles
- Provide at a minimum a spring and fall activity that encourages citizens to become active

Article IV

Section A – Non-Discrimination

FFLAG prohibits discrimination against its members or participants on the bases of race, color, national origin, age, disability, sex, gender identity, religion, reprisal, and where applicable, political beliefs, marital status, familial or parental status, sexual orientation, or all or part of an individual's income is derived from any public assistance program, or protected genetic information in any program or activity conducted or funded by the FFLAG.

Article V

Section A - Membership of FFLAG

Membership is established by signing a Memorandum of Agreement (MOA) indicating active or endorsing membership. Voting privileges for active members will be instituted at the meeting following the signing of the MOA. MOA will be reviewed to confirm membership status annually.

Active Members will be expected to attend six meetings within a twelve month period and maintain active communication with the chair. Active members will be expected to serve on a workgroup or sub-committee of their choice each year.

An Endorsing membership is available to anyone that is interested in supporting the FFLAG Committee's mission statement but has limited time to devote to the committee. Endorsing members will receive meeting minutes but will not have voting privileges. Endorsing members are encouraged to participate in committee activities and workgroups based on their availability.

Section B – Membership Roster

The secretary will maintain an up-to-date roster of membership and the chair will determine the need for any changes in membership. The chair will be responsible for contacting active members who miss three consecutive meetings without notification. The chair will report to the FFLAG committee changes in membership.

Section C – Changes in Membership Status

If any member chooses to change their membership status, the member should notify an officer and sign a new MOA.

Section D – FFLAG Bylaws

A Bylaws committee will be appointed in even number calendar years to review the by-laws and present a report with changes (if needed) to the committee.

The Bylaws Committee shall be composed of Executive Committee, see Article VIII section B and the chair of the committee must be one of the officers. Other members of FFLAG are permitted in the committee.

Article VI

Section A – Terms of office

Chair – two years

Vice Chair- two years

Secretary – two years

Treasurer – two years

Officers are eligible to serve in a single position for a maximum of two terms (a total of four years).

Section B – Elections

Elections for the office of Chair and Treasurer will be held in odd calendar years. Elections for the office of Vice Chair and Secretary will be held in even calendar years.

Nominations will be taken in May and an election will be held in June. The officers will take their positions as of July 1st.

If there is more than one candidate for an office, the election shall be by ballot. The candidate receiving the most votes will be declared the winner.

In the event of a tie, the chair will cast the deciding vote, except in circumstances where the sitting chair is a candidate for that position. In this case, the vice chair will cast the deciding vote.

Section C – Officer Resignation

In the event of a resignation of an officer, the resignation announcement will be made at the first meeting following the resignation. Nominations for the vacated office will be accepted until the second meeting following the resignation. Election for the vacated office will be held at the third meeting following the resignation.

Article VII

Section A – Meetings

Meetings will be monthly as needed at a designated location on a designated day. Attendance at meetings will be necessary to maintain active membership in the council. If absent from a meeting without giving prior notification to a designated officer, the record will reflect this as an unexcused absence. Active members should not miss more than three consecutive meetings. If an active member misses three consecutive meetings without prior notification, they will be contacted by the chair. This will help ensure the council will be able to continue its mission and accomplish designated goals and objectives. If an active member misses four consecutive meetings without giving prior notification then the member will be removed from the active member roster and be listed as an endorsing member.

Special meetings may be called by a minimum of two officers.

One third of the active membership will constitute a quorum. There must be at least one officer present. At the beginning of each meeting, a quorum shall be determined by the presiding officer. If a quorum is not present within 15 minutes of the start of the meeting, the meeting can continue, however, no new motions can be presented to be voted on.

Meeting will be conducted in accordance with *Robert's Rules of Order, Newly Revised*. These rules shall govern in all cases to which they are applicable and in cases in which they are not inconsistent with these bylaws.

It is permissible to conduct a teleconference meeting and it is permissible to pass motions during a teleconference as long as a quorum is present which must include at least one officer. Meeting will continue to be conducted in accordance with *Robert's Rules of Order*.

Section B- Inclement Weather

In the event of inclement weather, FFLAG may cancel meetings. If Grant County School District closes due to inclement weather, FFLAG will cancel the meeting. Should a meeting be canceled, all members will be notified immediately via email and FFLAG's social media pages.

Article VIII

Section A – Duties of Officers

Chair: The chair will develop meeting agenda topics and conduct meetings according to *Robert's Rules of Order*. The chair will also be responsible for contacting active members as required by Article V, Section B.

Vice Chair: The vice-chair will assist and fill the duties of the chair as needed.

Secretary: The secretary will take minutes of each meeting which will be turned into the chair. The secretary will assist with the disbursement of the minutes and other information to be handed out at each meeting. The secretary will read the minutes at the beginning of each meeting. The secretary will record and preserve the minutes. The secretary will maintain an up-to-date roster of membership.

Treasurer: At each meeting, the treasurer will provide a treasurer's report which will include the latest financial figures. The treasurer will issue checks as required by and in accordance with FFLAG's 501(c)3 status. The treasurer, with assistance from an independent financial advisor when available, will keep accurate financial documents, give an annual review, and submit all forms required by the Internal Revenue Service and as required by the State of Kentucky for non-profit organizations on or before the required date. The treasurer will ensure that an annual review is performed by an independent financial advisor. The treasurer will monitor the FFLAG's PO Box at the Williamstown Branch on a regular basis.

Section B – Executive Committee

The executive committee shall consist of the chair, vice chair, secretary, and treasurer.

Article IX

Section A – Fiscal Year

The fiscal year shall run from July 1st through June 30th.

Article X

Section A – Committees

Ad hoc committees or other subcommittees are vital to the functions of the committee and will be utilized as necessary. These committees can break down complex issues into smaller issues, by assigning simple tasks to small groups or subcommittees. Subcommittees will report data and information back to the committee as directed.

FFLAG members (active and endorsing) and non-members may be part of a committee. However, the chair of a sub-committee must be an active member of FFLAG. If the chair is no longer an active member then a new chair must be named.

Section B – Terms of office

Ad hoc or subcommittee Chair – two years

Ad hoc or subcommittee Vice Chair- two years

Officers are eligible to serve in a single position for a maximum of two terms (a total of four years).

Section C – Elections

Elections for the office of Ad hoc or subcommittee Chair will be held in odd calendar years. Elections for the office of Ad hoc or subcommittee Vice Chair and Secretary will be held in even calendar years.

Nominations will be taken in May and an election will be held in June. The officers will take their positions as of July 1st.

If there is more than one candidate for an office, the election shall be by ballot. The candidate receiving the most votes will be declared the winner.

Article XI

Section A – Limitations

No committee member or individual shall receive compensation from the earnings of FFLAG. All statements issued by members on behalf of the committee shall not be used to promote one individual or organization.

Section B – Conflict of Interest

Any possible conflict of interest on the part of any member of the committee shall be disclosed to the other members of the committee. Any committee member having such a conflict of interest shall abstain from voting on any motions related to such conflict. The minutes of the meeting shall reflect disclosed conflict(s) of interest and abstention(s) from voting.

Article XII

Section A – Amendments

Changes in the bylaws will be made only if 75% of the active committee members agree. The proposed changes will be expressed in writing and disseminated to each active member by the Bylaws Committee. If any council members are not present to vote for the proposed changes, they will be notified by mail (email or voting survey is acceptable with a confirmed receipt from the council member) and will have seven working days to respond. All changes will be entered into the bylaws and each council member will receive a revised copy. Bylaws will be reviewed every two years in even numbered years, and approved changes will be made as indicated above.

Article XIII

Section A – Dissolution

The committee may be dissolved by a 75% vote of the active membership. If the committee votes to dissolve, the executive committee will have the authority to conclude the affairs of FFLAG. Any funds remaining after concluding affairs of the committee shall be distributed to one or more tax exempt purposes as defined by the Internal Revenue Service code 501(c)3 with missions or goals similar to FFLAG.

Article XIV

Section A – Budget

The Budget Committee shall consist of the Chair, Vice Chair, Secretary and the Treasurer. The committee will be responsible to develop the budget for each fiscal year (July 1st through June 31). The proposed budget for an upcoming fiscal year will be presented to the FFLAG members at the May meeting prior to the start of the next fiscal year to allow the members a chance to review and prepare questions.

The budget will be voted on at the June meeting.

Each chair of a committee will be authorized to spend up to the limit represented in the budget for the committee. It is the responsibility of the Treasurer to ensure that expenses do not exceed the budget limit. The chair can request additional funds above the budget limit by presenting a motion and obtaining approval (see Section B below) at a FFLAG meeting.

Section B - Restricted and Unrestricted Reserves

For each budget, the Budget Committee will determine the appropriate funding level for the Unrestricted Reserves and the Restricted Reserves.

The Unrestricted Reserves will represent the maximum amount of funds available for each fiscal year that can be accessed via a motion presented and approved at a FFLAG meeting. Once the Unrestricted Reserves yearly limit has been reached no further motions, that involve FFLAG funds, will be allowed to be approved.

The Restricted Reserves represent the level of funds that can be spent during the fiscal year by the Executive Committee. Only the Executive Committee is authorized to access any of the Restricted Reserves. Any expenditure must be voted on by the Executive Committee and pass with a majority vote.

Unrestricted and Restricted Reserves are treated as assets.

Article XV

Section A – Contracts

All contracts or Legal documents must be presented to the Executive Committee for approval and signed by the Chair. If the Chair is not available then the Vice-Chair can sign.

The Executive Committee will review and vote on the contract. There must be a majority approval vote by the Executive Committee before the contract can be signed.

The Secretary will be responsible to maintain all signed legal documents that FFLAG has entered into.

The by-laws were reviewed and adopted by the Fitness For Life Around Grant County (FFLAG) coalition.

adopted October 2007

revised July 2009

revised December 18, 2014

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revised 2018

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