

By-Laws Of Chadron Community Recreation

Mission Statement

The mission of this not-for-profit organization is to provide coordinated recreational opportunities and program information to individuals of all ages residing in the Chadron area.

Program Objectives

1. Provide the public with an annual calendar of organized recreation activities available within the Chadron area
2. Maintain a staffed office (Recreation Director) and community recreation information center.
3. Provide support and assistance to existing recreation organizations and programs, per their request.
4. Determine and develop additional recreational opportunities for individuals of all ages as interest and finances permit.
5. Provide support in the way of resources and assistance to other community health and wellness efforts.
6. Initiate a program to raise funds for sustainability of community recreation programs (i.e., grants and donations).
7. Maintain an active seven member Board of Directors, a Recreation Director, interns and volunteer staff for recreation program operation.

Article I – Board of Directors

Section 1 – Regular meetings of the board of directors shall be held monthly at such places and times as the board of directors shall designate, when a majority of the board members (4 members or more) are present.

Section II – Special meetings may be held at the call of the Board Chairperson or of one-third of the members of the board of directors providing a notice of the time and purpose of the meeting is given to each member.

Section III—The number of members of the board of directors shall be fixed at seven (7) members, by the members of the board of directors at their first meeting. This number may be changed at any annual meeting, provided, however there shall not be less than (5) five members of the board of directors present, exclusive of any officers who may be ex-officio members of the board of directors.

Section IV – Terms of office for members of the board of directors shall be two (2) years. At the first meeting of the fiscal year of the board of directors three of the members of the board of directors shall elected for a period of one year, and four of the members of the board of directors for a two year period of office. Members of the board of directors shall be re-elected to consecutive terms. If the number of board members is increased at any annual meeting, the additional members shall be elected in equal number for two year terms.

Section V – All regular board of director meetings shall be open to the public for attendance.

Section VI – Any member of the board, at any regular meeting, may nominate candidates for board membership, if a board membership vacancy exists.

Section VII – Any board member who fails to attend a minimum of six (6) annual regular monthly board meetings may be subject to dismissal from board membership, upon a majority vote by the board of directors.

Section VIII – The board of directors shall be responsible for advertising, recruiting and hiring and firing of the program's Recreation Director.

Article II – Meetings

Section I – The first meeting of the fiscal year of the board of directors shall be held at a time and location to be fixed by those who have associated themselves together to form the organization.

Section II – Regular monthly board of director meetings will be held at a time and location available to members and the public.

Section III – Roberts Rules of Order (Parliamentary Procedure rules) will be adopted as the proper code for conducting board of director meeting business.

Article III – Officers

Section I – At the first meeting of the fiscal year of the board of directors there will be an election to determine the Board Chairperson, Board Secretary, and Board Treasurer.

Section II – Any member of the board, at any regular meeting, may nominate candidates for a board officer position.

Section III – Any board member may step down/resign from office at any time.

Article IV – Committees

Section I – There shall be a Health and Wellness Committee working as a sub-set of this organization, whose mission is to promote improved health and wellness awareness and activities over the course of an individual's lifespan. This committee shall operate independently of the CCR Board of Directors, and shall select a committee member to attend CCR Board of Director meetings, thus serving to facilitate effective communication between the two groups.

- The Health and Wellness Committee shall hold regular monthly meetings, select a Chairperson and Secretary, and develop an annual calendar of activities. The Secretary for this committee shall keep an accurate record of its meetings.

- The bank account for the Health and Wellness Committee shall be controlled by the committee chairperson, and shall include on the account title the name of the Chadron Community Recreation Board of Directors Treasurer.

Article V – Chairperson

The Chairperson shall: preside at all meetings of the board, sign such papers as may be required by his/her office or as may be directed by the board of directors; make such reports and recommendations to the board of directors and to the members of the community; request from the treasurer, secretary and program director such reports as are necessary; and to perform such other duties as may be incidental to the office.

Article VI – Secretary

The Secretary shall: issue in writing all notices of meetings of the board ; notify individuals elected to office or to board membership of the organization by-laws; keep complete records of the meetings of the board of directors, including an accurate record of attendance of board members; be custodian of all records of the organization, except such records and papers as shall be kept by the treasurer as herein provided; sign such papers as may be required by his/her office or as directed by the board of directors; and perform such other duties as may be incidental to the office.

Article VII – Treasurer

The treasurer shall: receive all monies of the organization and have custody thereof; deposit the funds of the organization in one or more bank accounts selected by the board of directors, to be disbursed in accordance with the directions of, and upon the signatures of, persons designated by the board of directors; keep a full account of the monies received and paid out and make such reports thereof to the president and board of directors as they may require.

Article VIII – Recreation Program Director

Section I -- The recreation director shall: manage the affairs and direct the work of interns, volunteers, and student interns (employees of the organization), subject to, and in accordance with, the board of directors; prepare budgets of expense for the approval of requested equipment and/or resources or other means in need of financial development/support; and be authorized to incur expenses in accordance with the approved budget or as directed by the board of directors.

Section II – The recreation director shall coordinate and organize the programming provided by the organization as directed by the board of directors; shall attend all meetings of the board of directors unless otherwise directed, and shall be an ex-officio member of the board of directors. The recreation director shall not have a vote in making decisions of the board of directors.

Section III – The recreation director shall make regular reports to the board of directors at monthly organization meetings on the progress of recreation programs underway or in the planning stages.

Article IX – Indemnification

Subject to the further provisions hereof, the Corporation, or the Board of Directors, shall indemnify any and all of its directors, officers, former directors, and former officers, to the full extent permitted under applicable law against all amounts incurred by them and each of them, including but not limited to, expenses, legal fees, costs, judgments, fines and amounts paid in settlement which may be actually and reasonably incurred, rendered or levied in any threatened, pending or completed action, suit or proceeding brought against any of them of or on account of any action of omission alleged to have been committed while acting within the scope of their duties as a director or officer of the Corporation.

Wherever any such director or officer shall report to the Chairperson of the Corporation or the Board of Director that he/she has incurred or may incur such amounts, the Corporation shall, within reasonable time thereafter, determine in a manner consistent with applicable law whether, in regard to the matter involved, such person acted or failed to act in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful.

If the Corporation so determines that such a person acted or failed to act in such a manner with regard to the matter involved, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that the Corporation, or the Board of Directors, shall have the right to refuse indemnification in any instance in which the person to whom indemnification would otherwise have been applicable shall not offer the Corporation, or the Board of Directors, the opportunity, at its own expense and through counsel of its own choosing, to defend him/her in the action, suit or proceeding. Nothing contained herein is intended to limit any right of

indemnification or other rights provided by Nebraska Revised Statute Sections 21-1997 or 21-1998, or other applicable law.

Article X – Fiscal Year

The fiscal year of the organization shall be from July 1 to June 30th of each year.

Article XI – Amendments

These by-laws may be amended by a majority vote of the elected members of the entire board of directors at any regular or special meeting called for that purpose, provided notice of the proposed change is given in then notice of the meeting at least ten (10) days prior to the meeting.

Article XII – Dissolution

Section I – On the dissolution of this organization (and foundation), the Board of Directors shall, after paying or making provisions for the payment of all of the debts and liabilities of this organization, distribute all assets of this organization remaining after payment of debts and liabilities may be disposed of exclusively for the purpose of this organization in such a manner, or to such organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any future Internal Revenue Code, as the Board of Directors shall determine.

These By-Laws are approved and adopted by the Board of Directors of the Chadron Community Recreation organization, Chadron, NE this 14th day of October, 2008.

_____ Janet Johnson

_____ Jim Gardner

_____ Donna Ritzen

_____ Ann Smith

_____ Robert Stack

_____ Sherri Blome

Don King