

North Dakota Geocaching Association Bylaws

Article I: Organization Name

The name of the organization is the North Dakota Geocaching Association, hereafter referred to as the NDGCA.

Article II: Purposes

The purposes of the NDGCA are to:

- Work as closely as possible with property management officials to protect the privilege of individuals to geocache in the State of North Dakota.
- Provide an opportunity for geocachers in the State of North Dakota to gather and socialize with one another.
- Promote the "Cache In Trash Out" and "Leave No Trace" programs to help in the maintenance of parks and trail systems.
- Educate North Dakota geocachers about the responsible use of natural resources and educate non-geocachers about the sport of geocaching.
- NDGCA shall exist as a family friendly and family-oriented organization for the purposes stated above.

Article III: Membership

Free Membership

This membership is free and open to anyone 14 years of age or older with an interest in the North Dakota Geocaching community. All members applying for membership shall be required to register online through the NDGCA website, providing name, address, e-mail address, Geocaching alias, as well as other information deemed necessary for contact and identification of a candidate. Once the applicant has provided the above information, the applicant shall be considered an active member of the NDGCA.

This membership includes the following:

- Quarterly NDGCA newsletter sent via email.
- No voting privileges.

Supporting Membership

This membership is \$15 per year (July to June) and is available to any NDGCA member who has completed the qualifications for Free Membership.

This membership includes the following:

- Quarterly NDGCA newsletter sent via email.

- One (1) vote in all NDGCA elections and other voting decisions. (Age 18 or older and a North Dakota Resident)
- Access to the NDGCA member Facebook chat room.
- Discounts on all NDGCA merchandise sold in the online store.
- NDGCA Lifeline list.
- Milestone recognition included in quarterly newsletter when reported.

Supporting Plus Membership

This membership is \$20 per year (July to June) and is available to any NDGCA member who has completed the qualifications for Supporting Membership and is intended for families where more than one caching name is used or more than one vote is desired in elections. Additional voting members in the same household may be added at an additional \$5/person and/or geocaching alias.

This membership includes the following:

- Quarterly NDGCA newsletter sent via email.
- One (1) vote in all NDGCA elections and other voting decisions per paying member (Age 18 or older and a North Dakota Resident)
- Access to the NDGCA Member Facebook Chat Room for all members.
- Discounts on all NDGCA Merchandise sold in the online store.
- NDGCA Lifeline list.
- Milestone recognition included in quarterly newsletter when reported.

Article IV: Board of Directors

The management and administration of the affairs of the NDGCA shall be governed by a Board of Directors consisting of seven (7) members: four (4) officers, two (2) Members-at-Large and an information officer. NDGCA shall seek to balance geographic representation on the board.

Duties: The Board of Directors shall oversee the affairs and business of the NDGCA. The Board will make policies and set guidelines to govern the affairs of the NDGCA. Business may be conducted via meetings, telephone, or other electronic means.

Voting: All members of the Board of Directors shall have equal voting rights with no more than one (1) vote per Board member. Board resolutions require a simple majority vote of a quorum (see Article XI). At the President's discretion, Board business that requires a vote may be conducted via telephone or electronic means for issues that require immediate action, provided that a reasonable attempt is made to notify all Board members of the vote.

Terms: A Board Member's term in office shall be two years. Terms will be arranged so that approximately half of the Board positions will be up for election each year. Board Members may be re-elected. Individuals appointed by the Board to fill vacancies will serve the remainder of the standard term of office.

Eligibility: All active supporting members eighteen (18) years of age or older that are North Dakota residents and have been actively geocaching for a minimum of six (6) months are eligible to serve on the Board of Directors.

Selection of Board Members: See Article VII, Elections

Board Member Activity: Board Members are required to attend 75% of the meetings and participate in Board discussions and decision making on a regular basis. Any Board Member who will be unavailable for Board business for an extended period must notify the President before his or her absence from Board business.

Board Meetings: The NDGCA Board shall meet at least once annually.

Article V: Officers

The NDGCA shall have a President, a Vice President, a Treasurer, and a Secretary. Officers are members of the Board of Directors and are appointed by the Board.

The duties of the officers are as follows:

The President shall:

- Preside over all Association meetings and Board of Director meetings.
- Sign contracts and agreements on behalf of the NDGCA.
- Be in charge of appointing committees as needed.

The Vice President shall:

- Perform the duties of the President in the absence of the President.
- Assist the President, the Board, and the NDGCA in duties as requested by the President.
- Follow-up with lapsed members to determine their status.

The Treasurer shall:

- Be responsible for all income and expenses.
- Keep accurate financial records.
- Make timely deposits of all monies received.

- Bill all those who owe money to the NDGCA.
- Pay duly authorized expenses in a timely manner.
- Make an annual financial report available to members.
- Maintain a valid mailing address.
- Provide a list of supporting members paid for the year to the Board.
- File an annual report with North Dakota Secretary of State's Office.
- Shall participate in an annual audit of the NDGCA financial records by two (2) members of the Association. These two members will not participate in the audit for any two (2) consecutive years.
- Provide the NDGCA Board with a quarterly financial report.

The Secretary shall:

- Record minutes of all meetings.
- Maintain a file of legal documents and licenses of the NDGCA, past minutes, newsletter archives, and other official documents.
- Record and receive all copies of contracts and agreements consummated by the NDGCA.
- Oversee notification of NDGCA activities to the members. Notice of the date, time and location of meetings shall be given to members at least two weeks prior to the meeting.
- Maintain a list of active members and officers.
- Conduct and respond to correspondence as required.
- Maintain a ledger describing NDGCA property.

The Information Officer shall:

- Maintain the NDGCA website.
- Serve as Information liaison to the public on social media.
- Advise the Board on inappropriate behavior on social media and monitor NDGCA social media.

The Members-At-Large shall:

- Serve as liaison to neighboring geocaching associations.

Article VI: General Membership Meetings

General membership meetings will be held annually at a minimum, or more often if required. All members and interested parties are invited to attend and participate in the general

membership meetings. All general membership meetings will be conducted in accordance with Robert's Rules of Order, latest edition.

The purpose of the general membership meetings shall be to discuss and approve current and future initiatives, solicit involvement, and provide a forum for the exchange of information among members. Agenda items may include cache hunts, slideshows, or video tapes of geocaching areas and activities, or educational presentations.

Article VII: Elections

All supporting members, who are North Dakota Residents, may submit nominations for open positions on the Board of Directors. A member shall be permitted to nominate himself or herself for the Board.

Nominations will be accepted beginning one month prior to the start of voting for each election, providing sufficient time to determine the candidates for the election.

Notification of the election of Board Members shall be given to the General Membership at least fourteen (14) days prior to the conclusion of voting. Voting will begin as soon as the General Membership is notified of the election.

Voting for the Board of Directors will conclude at 11:59pm Central Time on the second Sunday in September of each year.

All supporting members, who are North Dakota Residents, shall have equal voting rights with no more than one (1) vote per member per open Board position being voted on. All voting by the members will be handled electronically.

The candidates who receive the most votes will be given the open Board positions being voted on. In the event of a tie between candidates for an open position, a runoff election will be held at the earliest opportunity. Elected Board Members will begin their term no more than 30 days after the election concludes.

Article VIII: Bylaws

The Board will be solely responsible for the bylaws of the NDGCA. The Board may adopt, amend, or repeal the bylaws only after a minimum of seven days of advance notice (providing the specific contents of the proposed action) is given to each Board member and made available to all NDGCA members. All proposed bylaw modifications will be published to the NDGCA

general membership and allow for a seven-day comment period prior to the Board of Directors voting on the modification. Submit comments by emailing to BOARD@ngdca.org.

Article IX: Disciplinary Action

As determined by the Board, any member whose actions are deemed to run counter to the best interests of the NDGCA shall be subject to disciplinary action. Any action taken shall be with a two-thirds vote of the Board. Disciplinary actions that may be taken include removal from the Board or the revocation of membership.

Should the Board feel that disciplinary action is necessary, the Board will schedule a vote and contact the member to be disciplined to ensure that the member can have an opportunity to speak in his or her defense if he or she so chooses.

There is no appeal process.

Article X: Non-Discrimination Clause

The NDGCA shall not discriminate against people on the basis of race, color, sex, religion, national origin, age, disability, sexual orientation, or any legally protected characteristic.

Article XI: Quorum

Four (4) board members will constitute a quorum for Board meetings.

One fourth of the active Supporting Membership will constitute a quorum to conduct business in General Membership Meetings and to validate elections.

Article XII: Dissolution Clause

Dissolution of the NDGCA may occur by a two-thirds vote of the Board of Directors. In the event of dissolution, all remaining assets, if any, shall be transferred to a geocaching-related organization approved by the Board.

Article XIII: Property, Funds, and Assets

All income received by the NDGCA shall be deposited in an operations fund. The monies in the operations fund shall be used to the support missions and activities of the NDGCA as determined by the Board of Directors.

The NDGCA shall maintain all funds in any bank, credit union, or savings and loan association whose deposits are insured by an agency of the United States. The Board of Directors shall determine the financial institutions used for this purpose. All checks drawn from checking accounts and withdrawals from savings accounts shall require the signature of the Treasurer or President. In the event of their unavailability, the Treasurer and/or President may designate that the Vice President or Secretary may sign NDGCA checks during the period when the Treasurer and/or President are unavailable to do so.

There shall be no distribution of NDGCA funds, property, or assets to its members except in support of the mission and activities of the NDGCA as determined by the Board of Directors.

The fiscal year of the NDGCA will coincide with the calendar year.

Change log

2009-2010

- Original version approved and published on website

2013/04/27

- Reformat HTML version to MSWord for PDF creation
- Minor spelling and/or grammar corrections
Page 1 – changed “state of North Dakota” to “State of North Dakota” Page 1 – changed “slide shows” to “slideshowes”
Page 2 – changed “a Treasurer and” to “a Treasurer, and” Page 4 – changed “run off” to “runoff”
Page 5 – changed “credit union or” to “credit union, or”

2024/04/25

- Article II, change “rights of individuals to geocache” to “privilege of individuals to geocache.”
- Article III, changed Membership information. Membership names, privileges, perks, and price.
- Article IV, added that active members “that are North Dakota residents” are eligible to be board members.
- Article V, added that the President shall “be in charge of appointing committees as needed”
added that the Treasurer shall “Maintain a valid mailing address,” “Shall participate in an annual audit of the NDGCA financial records by two (2) members of the Association. These two members will not participate in the audit for any two (2) consecutive years,” and “Provide the NDGCA Board with a quarterly financial report.”
- added that the Secretary shall “Maintain a ledger describing NDGCA property.”
added that the Information Officer shall “serve as information liaison to the public on social media,” and “Advise the Board on inappropriate behavior on social media and monitor NDGCA social media.”
- Article VII, added “All supporting members, who are North Dakota Residents,” and removed “If two (2) or more active members nominate an individual that person will be considered a candidate for the Board, if willing.”
Changed “at least one month prior” to “beginning one month prior.”
Removed “Nominations will be accepted up until the start of voting.”
Added “All supporting members, who are North Dakota Residents shall have equal voting

rights” and “. Elected Board Members will begin their term no more than 30 days after the election concludes.”

Removed “A quorum (see Article XI) is required for an election to be valid.”

- Article VIII, replaced “published in the NDGCA forums” with “published to the NDGCA general membership,” and added “Submit comments by emailing to BOARD@ndgca.org.”
- Article XI, added “One fourth of the active Supporting Membership will constitute a quorum to conduct business in General Membership Meetings and to validate elections.”
- Article XII, changed title from “Termination” to “Dissolution Clause”