

# NEBRASKA WANDER FREUNDE TRAILBLAZERS

## BYLAWS

### ARTICLE I—NAME

The name of this Club shall be the Nebraska Wander Freunde Trailblazers, hereinafter referred to as NWFT. The NWFT is a member of the American Volkssport Association, hereinafter referred to as AVA. The AVA is a member of the Internationaler Volkssportverband e.V. (International Federation of Popular Sports), hereinafter referred to as IVV. The registered office and principal place of business shall be in Omaha, County of Douglas and State of Nebraska.

### ARTICLE II—PURPOSE

**2.1 General.** The NWFT is a nonprofit, voluntary membership club, organized under the laws of the State of Nebraska and organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Service Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law), to promote the public health, physical fitness and wellbeing of the people of the United States, its possessions, trusts, territories, dependencies and overseas military bases and diplomatic missions, by organizing, promoting and conducting scheduled programs of noncompetitive, family oriented, participatory lifetime sports including, but not limited to: walking (including jogging and running), bicycling, swimming, cross-country skiing and other events including those sanctioned by the IVV.

**2.2 Specific.** To act as an official representative of the AVA in the State of Nebraska; increase communication among club members through publication of a bi-monthly newsletter; and when asked by AVA, assist in the organization of new Volkssport clubs within the geographic jurisdiction of the NWFT.

**2.3 Non-Discrimination.** All activities of the NWFT shall be carried on so as to be responsive to the needs of all persons without regard to race, religion, sex, age, national or cultural origin, place of residence, economic circumstances, lifestyle or social status.

### ARTICLE III—MEMBERSHIP

**3.1 Regular membership.** Will be open to all persons wishing to join NWFT.

**3.2 Honorary Membership.** Honorary membership may be conferred by the NWFT board upon an individual or group, whose actions have greatly assisted or promoted the aims and purposes of the NWFT. An honorary member shall be exempt from payment of fees and dues and shall be entitled to all privileges of regular membership, except the right to conduct or sponsor AVA/IVV sanctioned volkssporting events or to vote at meetings of the members.

### **3.3 Application Procedures.**

**3.3.1 Regular Membership.** Any person may apply for membership by submitting a written membership application to the NWFT.

**3.3.2 Payment.** Payment of the annual dues shall accompany the application form.

**3.3.3 Term.** Membership runs for one year from date of application.

**3.3.4 Point-of-Contact.** A member who agrees to be the Point of Contact (POC) for an event (year-round or traditional) shall receive one-year membership for the level (single or family) that they are at time of the event. The duties of the POC will be determined by the board of directors and will be given in writing to the POC at the time the POC is appointed.

### **3.4 Rights and Obligations of Members.**

**3.4.1 Rights.** Every regular member of the club is entitled to participate in activities conducted for members, to sign and file petitions and to exercise the right to vote.

**3.4.2 Obligations.** All members of the NWFT are obligated to: promote the aims and goals of the NWFT/AVA to the best of their abilities; uphold the reputation of the NWFT/AVA at all times; and obey the NWFT/AVA Bylaws.

### **3.5 Termination of Membership.**

**3.5.1 Termination.** Membership in the NWFT ends upon resignation or failure to pay dues within 30 days after they are due or expulsion of the member.

**3.5.2 Expulsion.** A member may be recommended for expulsion from the NWFT for: acting in a grossly negligent manner or contrary to the best interest of the NWFT/AVA; publicly damaging the reputation of the NWFT/AVA; violating the NWFT/AVA Bylaws.

**3.5.3 Procedure.** The NWFT board shall decide whether to expel a member by majority vote of the board of directors.

## **ARTICLE IV—MEETINGS**

**4.1 Regular Membership Meetings.** A regular membership meeting of the NWFT will be held in February, March, April, May, June, September, October, November, and December each year. The meeting shall be for the purpose of informing attending members of club business including past and upcoming events and socialization. The December meeting will include the election of officers for the upcoming year.

**4.2 Annual Meeting.** An annual meeting will be held in January of each year.

**4.3 Voting Rights.** Each current club member shall be entitled to one vote on each matter submitted to a vote of the members. A decision reached by a majority vote of the members present at any meeting of the club shall be binding upon the club.

**4.4 Quorum.** The members present at any meeting of the club members shall constitute a quorum for the purpose of voting on an issue.

**4.5 Officer Elections, Walker-of-the-Year (WOTY), and Amendments.** Election of officers, amendment of Bylaws, and election of Walker of the Year shall be by majority vote of those voting by early electronic-vote and at the meeting.

#### **4.6 Electronic (E-Voting):**

**4.6.1 Process:** Officer elections, Walker-of-the-Year and Bylaw amendments proposed for vote at a regular club meeting will additionally be submitted, in advance of the designated meeting by the president or their representative, to the entire membership by e-mail or through SurveyMonkey or a similar application or program for a period of three days.

**4.6.2 Online Voting Items:** A simple majority of combined votes received electronically, and at such designated meeting, shall be binding upon the club for officer elections, Walker-of-the-Year and Bylaw changes.

### **ARTICLE V—OFFICERS**

**5.1 Number.** The elected officers of the club shall be president, vice president, secretary and treasurer.

**5.2 Eligibility.** Elected officers must be a club member in good standing and must reside within the geographic jurisdiction of the NWFT. No person may hold more than one office at the same time. If an officer moves out of the geographic jurisdiction said officer shall resign said office.

#### **5.3 Duties.**

**5.3.1 President:** The president shall serve as the executive officer of the club, preside at all meetings of the club and board of directors, supervise club affairs, and perform such other duties as are ordinarily incumbent upon a president. They shall represent the club in all relations with AVA National and the Region and perform a like function in their behalf in relation to the club and the Region.

**5.3.2 Vice President:** The vice president shall preside at all meetings of the members and board in the absence of the president; shall perform such duties as are ordinarily incumbent upon a vice president and such other duties as may be assigned to them by the president or board of directors; and succeed to the office of president for the balance of the unexpired term in the event of a vacancy in the office of president.

**5.3.3 Secretary:** The secretary shall keep a record of all proceedings of the members and board and complete written communications for the club as required.

**5.3.4 Treasurer:** The treasurer shall keep and maintain all records of fees, dues and monies collected and disbursed and make authorized payments for the club; submit regular financial statements in the form, manner and frequency prescribed by the board of directors and generally perform such duties as are ordinarily incumbent upon a treasurer to include preparation of annual reports as required by AVA and the Internal Revenue Service, state and local authorities.

**5.4 Vacancy.** A vacancy in any elected NWFT office, except NWFT president, shall be filled by appointment by the NWFT president.

**5.5 Term of Office.** The term of office for each elected NWFT officer shall be one year or until a successor is duly elected. The term of office shall begin on January 1 following the close of the regular membership meeting at which the NWFT officers were elected.

**5.6 Board of Directors.** The club shall have a board of directors composed of the four officers listed above, the immediate past president of the club, and the chairs of the Coordinating Committee and the Communications and Media Committee. A simple majority of the board is a quorum for meeting purposes.

## ARTICLE VI—COMMITTEES

**6.1 Permanent Committees.** There shall be two permanent committees, The Coordinating Committee and The Media and Communication Committee.

**6.2 Coordinating Committee.** The coordinating committee shall be composed of members of the club appointed by the board of directors of the club, and shall perform the following duties: locate, secure, and promote walk starting points for traditional events; promote and publicize Year-Round Events and Group Walks sponsored by the club and other clubs who are members of the AVA; and organize and promote special events.

**6.3 Communications and Media Committee.** The communications and media committee shall be appointed by the board and be responsible for the following: producing a club newsletter; producing and maintaining website content; providing social media content; providing publicity to local newspapers, radio and television stations and other available media; and producing notices of walking events such as brochures, folders, and booklets in either printed or electronic formats, and conducting electronic voting as needed.

**6.4 Ad Hoc Committees:** Ad hoc committees may be established by the board for conducting support functions to the club as needed.

**6.5 Nominating Committee.** An annual officer nominating committee shall be formed, by the board, 14-days prior to the December elections. The nominating committee shall meet as many times as necessary to select a slate of candidates to run for office in the club for the next year.

## ARTICLE VII—AMENDMENT OF THE BYLAWS

**7.1 Amendments.** These Bylaws may be amended at any regular or special meeting of the NWFT by a majority vote of eligible members represented in person, by proxy, or established electronic vote method provided the proposed amendment/s has/have been submitted to the club secretary in writing.

**7.2 Notice.** All the club members shall be notified of the proposed amendment/s change at least 14-days prior to the regular or special meeting at which the vote shall be taken.

**7.3 Waiver of notice.** The requirement for 14-days' notice of all members of the NWFT can be waived by a two-thirds vote of the eligible voters represented in person, by proxy, or established electronic vote method at a regular or special membership meeting of the NWFT.

**7.4 Waiver process.** If section 7.3 of this Article is used in a regular or special membership meeting of the NWFT so as to waive the requirements of Section 7.1 of this article, then any such amendment must be submitted to the club secretary in writing.

## ARTICLE VIII–POLICIES

**Policies.** The NWFT will use the club level policies in the current *AVA Policy Manual* that is posted on the AVA website.

## ARTICLE IX–DISSOLUTION OF NWFT

**9.1 Dissolution Vote.** The NWFT may be dissolved only by two thirds vote of the members at a regular or special membership meeting as set forth below.

**9.2 Dissolution Process.** To dissolve the NWFT, a written petition for dissolution subscribed to by at least one- half of the members must be submitted to the NWFT elected officers at a regular or special meeting of the elected officers. The elected officers shall call a special membership meeting within ninety days of receipt of the petition to vote on the matter. A vote to dissolve the NWFT must be approved by two-thirds of the members who vote in person or by e-vote. If the members vote to dissolve the club, all of the funds remaining in the control of the club shall be disbursed pursuant to the provisions of the AVA Policy Manual.

## ARTICLE X MISCELLANEOUS

**10.1 Parliamentary Authority.** The rules in the current version of **Robert’s Rules Fast Track** shall provide guidance for proceedings of meetings of the NWFT in all cases to which they are applicable and in which they are not inconsistent with the Bylaws or any special rules of order which the NWFT may adopt.

**10.2 Appointed Officers, Consultants, and Committee Chairs.** The president of the NWFT may appoint such officers, consultants, and committee chairs as deemed necessary. The appointed officers, consultants, and committee chairs shall perform such duties as are prescribed by the president of the NWFT.

**10.3 Editorial Changes.** The president and the secretary of NWFT are empowered to make editorial changes in the text that do not constitute amendments to these Bylaws, including such changes as are ordered by the appropriate authority with the Nebraska Business Organization Code.

### **10.4 Meaning and Intent.**

**10.4.1 Plural and Gender.** Unless some other meaning or intent is apparent from the context, the plurals shall include the singular and vice versa, and masculine, feminine and neuter words may be used interchangeably.

**10.4.2 Mail.** Unless otherwise specified, the term “mail” shall mean any item delivered by United States Postal Service or other nationally recognized delivery service including but not limited to FedEx, UPS, and electronic media such as email and facsimile (fax).

**10.5 Discounts.** Members shall receive any discount the club receives on purchases of \$20.00 or more.

10.6 **Effective Date.** These Bylaws shall go into effect on January 24, 2018.

**Signature and Certification**

The secretary of the Club hereby certifies that these Bylaws were approved by two thirds vote of the members of the Club present at the meeting held on the 24 day of January, 2018.

Jill L Champley Print  
Secretary

Jill L Champley Sign  
Secretary