

Dexter Daze Festival Bylaws

ARTICLE I - NAME AND OBJECT

- 1) The name of this organization shall be the Dexter Daze Festival.
- 2) This association is organized for the purpose of promoting, planning, and supporting the annual Dexter Daze Festival, the Holiday Light Parade and any other events that we may develop in the future.
- 3) The committee operates under its own jurisdiction as a 501(c)3 non-profit.

ARTICLE II – DEFINITION OF TERMS

- 1) DDF shall mean the Dexter Daze Festival.
- 2) DDF BoD shall mean the Dexter Daze Festival Board of Directors.
- 3) Members shall mean any volunteer who actively participates during the year of the festival.

ARTICLE III – MEMBERSHIP

- 1) Any interested person shall be eligible for membership in this organization.
- 2) In order to be elected or appointed to the DDF BoD, you must be a member in good standing with no conflict of interest with any other community group in Dexter.
- 3) Voting privileges shall be accorded to the seven (7) DDF BoD members (includes the 4 elected Operating Officers and 3 appointed Representatives) (see Article IV for description).

ARTICLE IV – DEXTER DAZE FESTIVAL BOARD OF DIRECTORS

- 1) The DDF shall be self-governing. The DDF BoD shall be responsible to the Membership for implementation of the stated purposes of the DDF and shall provide guidance and direction to all Officers and members.
- 2) The DDF BoD Membership shall consist of the following:
 - A. Four (4) Operating Officers: President, Vice President, Secretary, and Treasurer. Operating Officers will be elected by the DD membership at the Annual Meeting. The current Secretary will submit DDF Annual Meeting minutes to the DDF Board of Directors for confirmation of new Operating Officers every year.
 - B. Three (3) representatives will be appointed by the DDF Operating Officers based on good participation standing each year after the Annual Meeting and will have voting privileges on BoD decisions.
- 4) For the conduct of business, a majority of the members of the DDF BoD shall constitute a quorum. Quorum for DDF is five (5) out of the seven (7) voting members.

- 5) Subject to the discretion of the DDF BoD, any board member missing three (3) consecutive meetings, without good cause, may be removed. The DDF BoD shall have the power to fill all vacancies on the DDF BoD until the next annual meeting or at a special meeting called for that purpose.

ARTICLE V - OFFICERS

- 1) The Operating Officers (President, Vice President, Secretary and Treasurer) shall be responsible for carrying out the day-to-day business and operational activities of DDF.

PRESIDENT.

The DDF President shall chair all meetings of the membership and of the DDF BoD. The President shall oversee all operating activities and details to ensure successful implementation of the festival. President shall, subject to the approval of the DDF BoD, appoint all committees within the organization and shall be an ex-officio member of all committees. The President shall, with the Treasurer, be a Legal Signatory for DDF.

VICE PRESIDENT.

The DDF Vice President shall act as the primary direct link between the DDF BoD and the membership. In the event of the President's absence, the Vice President shall act for and assume the responsibilities of the President. In event of the President's resignation, the Vice President will assume the role of President.

SECRETARY.

The DDF Secretary shall record the minutes of all meetings and maintain records of the organization. The Secretary shall give notice of all meetings including the Annual Meeting and meetings of the DDF BoD. The DDF Secretary shall be a Legal Signatory of the organization's financial account and shall provide back-up/second review to Treasurer as needed/requested.

TREASURER.

The DDF Treasurer shall be a Legal Signatory of the organization, shall collect, disburse and account for all DDF funds and be responsible for timely tax filings. The Treasurer shall report the status of finances of Dexter Daze Festival at each DDF BoD meeting. The Treasurer will work with the DDF Operating Officers to prepare an annual projected budget of expenses and disbursements for Dexter Daze Festival before the last DDF BoD meeting prior to the annual membership meeting each year.

- a) An addendum to these by-laws will be created and added by 02/01/2020 to explain the financial process/procedures, from receiving payments via mail or electronically, to recording the payments, deposits of payments into bank account and disbursement of funds. This process to include explanation of each member's responsibility.

- 2) The Operating Officers will serve a term of one year and may seek re-election.

ARTICLE VI - COMMITTEES

- 1.) The DDF BoD shall authorize and define the powers and duties of all committees. The DDF BoD shall also appoint any and all committee members.

ARTICLE VII – MEETINGS OF THE DEXTER DAZE FESTIVAL COMMITTEE

1) ANNUAL MEETING.

An Annual Meeting shall be held each year shortly after the Annual Event (usually held at the wrap-up meeting) to hear reports of the Operating Officers and various committees to act upon any general business and to elect DDF Operating Officers. The Annual Meeting shall be chaired by the President or duly appointed designee, and shall proceed by Robert's Rules of Order, Newly Revised.

2) DDF BOARD OF DIRECTORS MEETINGS.

The DDF Board of Directors shall have regular meetings as necessary, separate from the annual or emergency meetings to discuss and implement goals for the DDF, to give guidance to the Operating Officers and to prepare for subsequent meetings. DDF BoD meetings shall be chaired by the President as the Board Chair and conducted according to Robert's Rules of Order, Newly Revised.

ARTICLE VIII - GENERAL

- 1) Fiscal year-end reserves shall be at a minimum \$15,000 unless otherwise voted on by the DDF BoD.

ARTICLE IX - FISCAL YEAR

- 1) The fiscal year shall begin on the first day of January.

ARTICLE X - PARLIAMENTARY PROCEDURE

- 1) All questions of parliamentary procedure shall be settled by the latest edition of Roberts Rules of Order, Newly Revised.

ARTICLE XI - AMENDMENTS

- 1) These by-laws may be amended by a two-thirds vote of those present at any regular or special meeting of the DDF BoD, provided notice of the proposed change shall have been given at least one meeting in advance of the vote.

ARTICLE XII - DISSOLUTION

- 1) In the event the committee shall ever terminate or be dissolved by operation of law or by any proceeding, the funds and assets then remaining shall be turned over to a local nonprofit voted on by the DDF BoD for the purposes of continuing the annual Dexter Daze Festival.

By-Laws for the Dexter Daze Festival

Voted to accept as written by the full Dexter Daze Festival Board of Directors

12/05/2019

Tracy Lambert

Tracy Hilobuk

Stephanie Korican

MJ LeBlanc

Donna Miller

Kimberly Valentine

Julie Wilkinson