

ManAdvantage Bylaws

I. Name

1. The name of this organization shall be ManAdvantage. The form of organization shall be that of a non-profit association, incorporated under the laws of the State of Missouri.

II. The Purposes and Objectives of the Association Shall Be:

1. The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.

III. Board of Directors

1. The first Board of Directors shall be selected by the incorporator.
2. The Board of Directors shall serve without pay and consist of 3 members.
3. Vacancies shall be filled by the Board, with the recommendation of the Executive Director.

IV. Officers

1. The officers of the board shall consist of a Chair, Vice Chair, and Secretary nominated by the Board.
2. (a)The Chair shall preside at all Board meetings, appoint committee members, and perform other duties as associated with the office. (b)The Vice-Chair shall assume the duties of the Chair in case of the Chair's absence. (c)The Chair shall be responsible for the minutes of the Board, keep all approved minutes in a minute book, and send out copies of minutes to all. (d) The Vice-Chair shall keep record of the organization's budget and prepare financial reports as needed.

V. Committees

1. The Board may appoint standing and ad hoc committees as needed.

VI. Meetings

1. Meetings may be held at any time when called for by the Chair or a majority of Board members.
2. Agendas shall be provided at least one week in advance.

VII. Voting

1. (a) A majority of board members constitutes a quorum. (b) In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
2. Passage of a motion requires a simple majority (ie, one more than half the members present).

VIII. Conflict of Interest




1. Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.
2. See ManAdvantage's Conflict of Interest Policy for a more detailed description.

IX. Fiscal Policies

1. The fiscal year end of the board shall be February 28.

X. Amendments

1. These by-laws may be amended by a two-third vote of Board members present at any meeting, provided a quorum is present and provide a copy of the proposed amendment(s) are provided to each Board member at least one week prior to said meeting.

Name	Title	Signature
Thomas Ketsenburg	Chair	
Thomas Arras	Vice-Chair	
Sarah Giebe	Secretary	
Date of Adoption: April 13, 2012		