Bylaws
NORDIC UNITED
Updated October 2023

ARTICLE I – MISSION AND GOALS

Section 1.1: Mission:
The mission of Nordic United (NU) is to promote, provide, and preserve safe human-powered winter recreation on Public Lands in the Cache Valley Region.

Section 1.2: Goals:
Education

- Inform the public regarding winter human-powered opportunities.
- Promote opportunities for the public to enjoy safe winter recreation.
- Educate the community about the joy and benefit of safe winter non-motorized recreation and the natural winter environment.
- Promote educational programs that develop an understanding and respect for all winter recreation user groups

Land Management Planning

- Advocate for the preservation and protection of areas on Public Lands that are away from the impacts of motorized recreation.
- Work with other user groups and public agencies to find environmentally sound solutions to resolving conflicts arising from increased user demands for winter recreation on Public Lands.

Providing Winter Recreation

- Winter trail grooming and management to primarily provide access for safe human-powered winter recreation on Public Lands.
- Host events such as races and winter trail days in order to strengthen the winter recreation community.

***Section 1.3: Organizational Objectives*:**
In order to accomplish the above listed goals, Nordic United strives to accomplish the following:

- Provide groomed winter trail opportunities for the community.
- Create partnerships with other non-profit groups and government agencies,working effectively within these partnerships.
- Actively participate in the planning processes that dictate policies regarding winter recreation on Public Lands and the ecosystem that supports these activities.
- Document violations to public land recreation policies, providing this information to the relevant public land management agencies to better manage the resources and conflicts between user groups.
- Keep the community informed about current land management planning decisions affecting winter non-motorized recreation.

- Develop programs to teach the community about non-motorized winter sports, such as cross-country and backcountry skiing.

ARTICLE II – MEMBERSHIP

Section 2.1:
Any person **interested in the mission and goals** of NU is eligible to gain membership in NU by providing support to the non-profit through participation in NU activities, volunteering at NU events, or with a paid yearly donation.
Section 2.2:
Each member in good standing, in attendance at the Spring and Fall meetings, will have the right to cast one vote for any NU Board position open for election at that meeting.

ARTICLE III – BOARD OF DIRECTORS

Section 3.1:
NU is a Utah non-profit organization, governed by an elected Board of Directors ("Board") consisting of no less than five, nor more than fourteen, duly elected members in good standing. The current Board information will be posted on the NU website and maintained as Addendum A to these bylaws. This information and headcount will be used to determine the number of voting Board members regarding if a proper quorum count has been reached for voting purposes.
Section 3.2:
The Board is responsible for managing and directing NU programs and activities and the financial health of the organization.
Section 3.3:
The Board is made up of four officers, various other positions which are part of the Board and having voting rights, and other positions without voting rights.

- Board of Directors Officers
    - President
    - Vice President
    - Treasurer
    - Secretary
- Board Members (subject to update and change dependent on the needs of the organization)
    - Grooming Coordinator
    - Membership Coordinator
    - Race Coordinator
    - Backcountry Coordinator
    - Public Lands Relations Coordinator
    - Snow Bike Liaison
    - Grants Coordinator
    - At-Large Board Members

Section 3.4:
Two open membership meetings will be held annually: one in the Fall and one in Spring. Board members will be elected at the Fall meeting for a term as defined in Addendum A. If a position

becomes vacant after the Fall meeting, an election may be held at the Spring meeting or the position may be filled by the Board as needed. Additional Board positions may also be elected by and added to the existing Board throughout the year.

Section 3.5:

Board members are expected to attend monthly Board meetings during the winter season (September till May). Location/duration/time will be determined by the Board. If a Board member can not attend a Board meeting, s/he shall send regrets to the Secretary ahead of the meeting.

Section 3.6:

A Board member may be removed from the Board for dereliction of duty, as determined by a majority vote of the Board.

Section 3.7:

A quorum (over 50% of current Board membership) is required at each meeting to conduct business. A quorum can include persons attending in-person, by telephone, or other electronic means so long as the person can hear and respond to all other respondents in real-time. Board meetings will be conducted according to the format suggested in Addendum B.

- If a quorum is not at a meeting and a motion for vote is raised, then a virtual (phone, email, or some other not-in-person format) voting process will be used to gain the proper yes (support) / no (not support) to resolve the motion.
- The virtual vote request will be based on the minutes sent from the Secretary, with a follow up email from the President before the email vote is due.
- The virtual vote will be open for seven calendar days after the first email request is sent, and closes at midnight on the seventh day.
- The count will be recorded by the President and verified by the Secretary within the next three days.
- The vote tally will be sent over email to the Board and the motion either passed or rejected based on the final count.
- Note: the virtual vote will be managed by the President and/or Secretary. The format can change as needed to support an orderly and timely process, and be modified as new voting technology or better processes are developed.

ARTICLE IV – OFFICER DUTIES AND TERMS

Section 4.1:

The President holds a two-year term not to exceed two consecutive terms. The President shall direct and administer the affairs of NU as its executive head. The President shall supervise all phases of organization activity in cooperation with the Board. The President shall serve the year following service as President as Past President to assist the newly elected President in carrying out organization activities.

Section 4.2:

The Vice-President assists the President to carry out organization activities and holds a one-year term not to exceed three consecutive terms. In the absence of the President, the Vice-President carries out the duties and responsibilities of the President.

Section 4.3:
The Secretary shall keep a record of NU proceedings and noteworthy activities and holds a one-year term not to exceed three consecutive terms.
Section 4.4:
The Treasurer shall have custody of NU funds and holds a one-year term not to exceed three consecutive terms. Duties of the Treasurer include disbursement of such funds as instructed by the Board and/or included in the annual budget, preparation and distribution of periodic treasurer reports, preparation and distribution of an annual report, and supervision of the development of an annual budget. The Treasurer works closely with the President and the Board to meet the report requirements.
Section 4.5:
The Board, by vote, can create or eliminate any named or at-large Board position that is not an officer position. The Secretary shall maintain descriptions of the named Board positions in Addendum A.
Section 4.6:
The President, the Vice-President, the Treasurer, and any other person the Board designates by vote are authorized to sign checks.
Section 4.7:
Current Board members and position descriptions are listed in Addendum A.

ARTICLE V – STANDING COMMITTEES

Section 5.1:
NU will have Standing Committees and ad-hoc committees as determined by the Board. The President, in consultation with the Board, will appoint Standing Committee Chairpersons. A Committee Chair can be removed by a majority vote of the Board.

ARTICLE VI – MEETINGS

Section 6.1:
Unless changed by a majority vote of the Board, two annual meetings will be held: one in Fall and one in Spring.
Section 6.2:
Unless changed by a majority vote of the Board, the Board meetings will be held regularly during the winter season (September till May).
Section 6.3:
The Fall meeting is deemed the annual meeting for the purpose of electing members of the Board, and for conducting other business directed by the President as instructed by the Board.
Section 6.4:
Special meetings may be called by the President with the approval of the Board.

ARTICLE VII – COMMITMENTS

Section 7.1:
NU shall not enter into any commitment without written authorization to do so from the Board. Authorization may include: Board meeting minutes which document approval votes, or other written authorization as appropriate to the particular commitment.

ARTICLE VIII – AMENDMENTS

Section 8.1:
The bylaws may be amended by a majority vote of all Board members after following the process outlined in Section 8.2.
Section 8.2:
The bylaws amendment approval process shall consist of four steps:
Section 8.2.1. The Board will develop and approve the contents for one or more amendments or revisions;
Section 8.2.2. The proposed changes will then be published in the newsletter or other generally available public source with solicitation for comments and suggestions from members;
Section 8.2.3. The Board will then discuss comments received from members and additional revisions will be made if needed before a vote is taken;
Section 8.2.4. The bylaws amendments or revisions become effective on the date of the final vote of approval from the Board.

ARTICLE IX - RECORD KEEPING

Section 9.1.
The Secretary shall maintain the primary records of the organization as described in Article 4.3.
Section 9.2.
Board members and committee chairs should document their proposals, budgets, actions, and other relevant information in a manner that complies with current Board practice and is accessible to other members of the Board.

Effective Date: These bylaws shall become effective as of _____.

Signed by: _____ President

_____ Vice-President

_____ Secretary

_____ Treasurer

Addendum A:
Nordic United Board of Directors Position Descriptions
Updated Summer 2023

The Board members are made up of four officers (President, Vice-President, Secretary, and Treasurer), various other positions which are part of the Board and have voting rights, and other positions without voting rights.

VOTING BOARD MEMBERS

1. President

- two-year term not to exceed two consecutive terms
- serve as Past President during the year following service as President to assist the newly elected President in carrying out organization activities

Duties:

- Direct and administer the affairs of NU as its executive head
- Supervise all phases of organization activity in cooperation with the Board
- Schedule and run monthly Board meetings
- Propose annual budget for board vote based on scope of activities for the year. The treasurer assists with this effort.
- Serve as public figurehead, advocate, and spokesperson for the organization

2. Vice-President

- one-year term not to exceed three consecutive terms

Duties:

- Assist the President to carry out organization activities
- In the absence of the President, carry out the duties and responsibilities of the President
- Monitor NU cash flow for near-term future using the cash flow spreadsheet (supported by Treasurer and President)
- Support Board members and committee leaders as necessary (consultations, attend as a leading Board officer in meetings with the public)
- Co-spokesperson and lead advocate for the organization (supports President)

3. Secretary

- one-year term not to exceed three consecutive terms

Duties:

- Keep a record of NU proceedings and noteworthy activities
- Access credit union account
- Pick up mail

4. Treasurer

- one-year term not to exceed three consecutive terms

Duties:

- Disbursement of funds, including State or Federal grant funds, as instructed by the Board and/or included in the annual budget
- Preparation and distribution of periodic treasurer reports
- Preparation and distribution of an annual report
- Supervision of the development of an annual budget

5. Grooming Coordinator

Duties:

- Support grooming activities
- Supervise general grooming operation
- Coordinate with Board and the Equipment manager

6. Membership Coordinator

Duties:

- Organize the annual social/fundraiser
- Newsletter
- Social media posts

7. Public Lands Outreach Coordinator

Duties:

- Liaison to Forest Service.
- Manage the Green and Smithfield Canyons Challenge Cost Share Master Agreement and annual Supplemental Project Agreement (SPA). Master Agreement is updated every 5 years.
- Coordinate a closeout meeting with USFS each spring to review the past season and discuss potential changes in the upcoming season.

8. Race Coordinator

Duties:

- Organize CROWBAR, Ullr Chase, and other races
- Run or recruit a race director for Crowbar and Ullr races

9. Snowbike Liaison

Duties:
- Work in conjunction with the Grooming Coordinator to align and maintain the singletrack grooming operations.
- Work in conjunction with the Equipment Manager to ensure proper training and maintenance of the single track equipment.

10. Backcountry Coordinator

Duties:
- Increase trailhead access (new parking areas)
- Avalanche education
- Non-motorized area signage and enforcement
- Liaison to snowmobiling community

11. At Large Members (4)

- Assist the Membership Coordinator with planning the annual social/fundraiser
- Organize youth/adult ski classes
- Assist race director with Crowbar and ULLR races
- Other duties in coordination with the Board

OTHER NON-VOTING BOARD MEMBERS

1. IT Coordinator

Duties:
- Maintain NU webpage and social media sites
- Other duties related to webmastering

2. Grant Coordinator

- Write and submit RAPZ grant annually for operating funds
- Write and submit other grants as appropriate (e.g., RTP, UORG)
- Work with the Treasurer to track expenses and submit reimbursements
- Submit reports to funding agencies as needed

3. Equipment/Trail Manager (paid position)
- Keep a log of all equipment services
- Work with grooming coordinator for expenses and needs
- Work with the Board to organize equipment and volunteers for set up and take down

- Attend meeting to give account of needs and trails
- Train new groomer volunteers
- Make sure yearly maintenance and other mechanical issues are resolved

OTHER POSITIONS TO CONSIDER AS NEEDED

1. Race Director for CROWBAR or Ullr Chase (Non-voting, paid position)
- Gather volunteers for course marking, checkpoints, and basecamp functions
- Make sure things run smoothly on race day
- Delegate sponsorships, advertising, safety, and permitting

2. Gen-XC Coordinator (Non-voting, non-paid position)
- Coordinate kids' ski lessons program
- Coordinate with the board for date and proposal
- Coordinate where the board can assist in helping

ADDENDUM B:

PROCESS TO MANAGE MOTION FOR VOTING

1. All voting will be decided by majority vote with an effort to reach consensus among Board members.
2. Standard meeting voting process, a simple majority of the meeting attendees can vote the following items/topics
    - 2.1. Reading of past meeting minutes and accepted or adjusted as needed from the board and officers
    - 2.2. Budget review
        - 2.2.1. Simple balance statement
        - 2.2.2. Highlight any budget concerns
        - 2.2.3. Highlight any unplanned spends
    - 2.3. General business review and vote if needed
    - 2.4. Above items may need additional debate and a motion may be made to support a broader debate / review
3. Motion to support non-standard business
    - 3.1. If any NU current member, Board member, and or officer wants to promote a “topic” not part of the standard monthly meeting plan, then:
        - 3.1.1. Whoever wishes to raise a topic for vote needs to state the topic and make a motion for review, and a second will be needed to move the topic forward
        - 3.1.2. It is recommended that the person bringing a topic/motion for a vote, write a proposal to support the motion. If possible, this proposal should be submitted before the meeting for the Board to review.
            - Minimum/recommended items to know/understand for a proposal are: budget, manpower, timeline of the proposal, permits, potential key stakeholders, etc.

3.1.3. A formal debate using Robert's Rules of Order will manage the debate process, and the President will set the time limit of the debate and the amount of time a person will have to articulate their position for or against the motion

3.1.4. If a majority (Quorum) of the current Board and officers are at the meeting, then the voting process can be moved forward. A simple majority of the voting block will decide if the motion is supported or denied.

3.1.5. If a majority (Quorum) of the current Board is not in attendance, then the motion will be tabled or if considered urgent, then moved to a virtual voting process. See section 3.8 above for virtual voting outline/process

3.1.6. Once a motion is voted, then it stands as-is, cannot be brought for debate until the following year

3.1.7. If a motion is lacking information for support, then the motion can be "tabled or amend," thus giving the motion stakeholders additional time to gather information to support questions/items that were not resolved/covered during the debate, or amend the motion during the debate.

Note: The above is a guideline only. It is included to highlight a general process that should be used for non-standard business. The goal of the above is not to hinder moving/debating a motion from a NU member, but to support motions, inputs, and voting by the board when board members are not able to attend a meeting in person. https://www.afsc.noaa.gov/Education/Activities/PDFs/SBSS_Lesson6_roberts_rules_of_order.pdf