

People for the Parks and Trails of Jackson, Michigan By-Laws

I. Purposes, Guiding Principles, and Governing Instruments

- a. The purposes of People for the Parks and Trails of Jackson, Michigan are exclusively charitable and include inspiring civic engagement, promoting health, and lessening the burdens of government. People for the Parks and Trails of Jackson, Michigan will achieve those purposes by:
 - i. Organizing events to help maintain and advance the parks and pedestrian trails located within and around the City of Jackson, Michigan.
 - ii. Establishing and sustaining a positive working relationship with the City of Jackson, Michigan.
 - iii. Establishing and sustaining positive working relationships with other groups who provide volunteer services within the City of Jackson, Michigan, and its surrounding communities.
 - iv. Securing funds for trail facilities and trail improvements. And
 - v. Securing funds for park buildings and park modifications.
- b. The guiding principles of People for the Parks and Trails of Jackson, Michigan are diversity, equity, inclusion, volunteerism, environmental responsibility, and community building.
- c. People for the Parks and Trails of Jackson, Michigan will not practice or permit any unlawful discrimination on the basis of sex, gender expression, sexual orientation, age, race, color, national origin, religion, physical handicap or disability, or any other basis prohibited by law.
- d. People for the Parks and Trails of Jackson, Michigan shall not participate in political campaigns on behalf of or in opposition to any candidate for public office.
- e. People for the Parks and Trails of Jackson, Michigan shall be governed by its Articles of Incorporation and its Bylaws.
- f. In the event of a direct conflict between the provisions of these Bylaws and the mandatory provisions of the Michigan Nonprofit Corporation Act, the Michigan Nonprofit Corporation Act will be controlling. In the event of a direct conflict between the provisions of these Bylaws and the Articles of

Incorporation of People for the Parks and Trails of Jacksons, Michigan, these Bylaws will be controlling.

II. Membership

- a. Membership in People for the Parks and Trails of Jackson, Michigan is granted by the Board.
- b. The Board may create classes of membership.
- c. Members shall uphold the purposes and abide by the guiding principles of People for the Parks and Trails of Jackson, Michigan and comply with these bylaws.
- d. Membership in People for the Parks and Trails for Jackson, Michigan is not a requirement for participation in People for the Parks and Trails of Jackson, Michigan volunteer and fundraising events.
- e. A member in good standing: Has the right to vote for the board of directors; Has the right to hold a position on the Board; Has the right to consent to any resolution of the members; Be entitled to any future benefits of membership established by the Board.
- f. A member ceases to be a member of People for the Parks and Trails of Jackson, Michigan: By delivering its resignation in writing to the secretary of the Board or by mailing it to People for the Parks and Trails of Jackson, Michigan; On the member's death; On dissolution of People for the Parks and Trails of Jackson, Michigan; or On having been expelled as a member by a majority vote of the board provided that the member who is the subject to expulsion was given an opportunity to be heard by the board at a meeting before the expulsion is put to a vote.
- g. Members are strongly encouraged, but not required, to make annual contributions to People for the Parks and Trails for Jackson, Michigan at whatever level they can afford.

III. Board of Directors

- a. The management of People for the Parks and Trails of Jackson, Michigan shall be vested in the Board of Directors, which shall have all of the rights, powers, privileges and limitations of liability of directors of a nonprofit corporation organized under the Michigan Nonprofit Corporation Act.
- b. Except as otherwise provided in these by-laws, the members elect the Board of Directors.

- c. The Board of Directors includes a President, a Vice President, a Secretary, a Treasurer, a City of Jackson, Michigan Parks and Recreation Department Liaison, and such assistants and officers appointed by the Board.
- d. The Board of Directors can appoint assistants and other officers as necessary to fulfill the purposes of People for the Parks and Trails of Jackson, Michigan.
- e. One person may hold any two or more positions, except the President and Vice President.
- f. The President shall be responsible for leadership of the Board in discharging its powers and duties and shall, in general, supervise and control all of the business and affairs of People for the Parks and Trails of Jackson, Michigan. The President shall preside at and conduct all meetings of the Members, Board of Directors, and committees. The President may sign contracts and other instruments on the People for the Parks and Trails of Jackson, Michigan's behalf. The President shall act as People for the Parks and Trails of Jackson, Michigan's Public Information Officer, and has the ability to function as its spokesperson and social media manager, unless those duties are designated to another member, director, or officer.
- g. The Vice President is responsible for developing volunteering and fundraising plans, securing financial support, and running other projects with the purpose of helping People for the Parks and Trails of Jackson, Michigan obtain the support necessary to achieve its charitable purposes. If the President is absent from any meeting, the Vice President shall preside over said meeting.
- h. The Secretary shall oversee the issuance of notices of all Member and Board meetings. The Secretary shall keep accurate records and minutes of all meetings of the People for the Parks and Trails of Jackson, Michigan. The Secretary shall make available copies of the meeting of the previous meeting and distribute them in advance of each meeting. The Secretary shall maintain the Minutes Book of the People for the Parks and Trails of Jackson, Michigan and a current listing, with phone numbers and addresses, of the Directors and Members. The Secretary shall oversee the filing of the annual report of People for the Parks and Trails of Jackson, Michigan and making any other filings with the State of Michigan under the Nonprofit Corporation Act, MCL 450.2401, et seq.

- i. The Treasurer shall be the custodian of all funds and securities of People for the Parks and Trails of Jackson, Michigan. The Treasurer shall oversee the deposit of funds of the People for the Parks and Trails of Jackson, Michigan into the proper accounts. The Treasurer shall render a statement of the cash and other accounts of People for the Parks and Trails of Jackson, Michigan whenever directed to do so by the Board.
- j. The Board shall appoint a Parks and Recreation Department Liaison. The Parks and Recreation Department Liaison must be a staff member of the Parks and Recreation Department of the City of Jackson. The liaison should be recommended by the director of the Parks and Recreation Department of the City of Jackson.
- k. The number of Board members may be increased beyond fifteen persons or decreased to less than three persons by the majority vote of the Board.
- l. New Board Members may be elected by a vote of the Members at times other than at the annual meeting. Board Members elected outside of the annual meeting will serve until the next annual meeting of People for the Parks and Trails of Jackson, Michigan, at which time they can be nominated and elected for a full one-year term.
- m. Each Board Member shall hold office for a term of one (1) year or until a successor is duly elected.
- n. Each Board Member shall have one vote. Members of the Board may vote remotely or in person. There shall be no proxy voting.
- o. A member of the Board may be removed by a majority vote of the Board provided that the Board Member who is subject to removal was given an opportunity to be heard by the Board at a meeting before the removal is put to a vote.
- p. A member of the Board may resign by submitting a written resignation to the Board of Directors.
- q. Member of the Board are strongly encouraged, but not required, to make annual contributions to People for the Parks and Trails for Jackson, Michigan at whatever level they can afford.
- r. *Members of the Board shall uphold the purposes and abide by the guiding principles of People for the Parks and Trails of Jackson, Michigan and comply with these bylaws.*

IV. Meetings

- a. The usual place of meeting of People for the Parks and Trails of Jackson, Michigan shall be in the City of Jackson, MI.
- b. Meetings may be conducted remotely. Members, Directors, officers, assistants, and committee members may appear virtually at any meeting.
- c. The Members may, when they think fit, convene a General Meeting.
- d. The Members elect the Board of Directors at the Annual Member Meeting.
- e. The Annual Member Meeting of People for the Parks and Trails of Jackson, Michigan must be held in the month of March each year; or at such time as soon as practical thereafter as determined by the Board of Directors, but not more than 15 months after the holding of the last preceding Annual Member Meeting.
- f. The Board of Directors shall hold general meetings quarterly.
- g. Notice of meetings shall be provided by mailing or emailing the notice to each Members, Directors, and Officers most recent physical address or email address, known to People for the Parks and Trails of Jackson, Michigan.
- h. Any action which may be properly taken by the Board of Directors assembled in a meeting may also be taken without a meeting, if consent in writing setting forth the action so taken is signed by all of the Directors entitled to vote with respect to the action. Such consent shall have the same force and effect as a vote of the Directors assembled and shall be filed with the minutes.
- i. If the secretary is absent from any meeting, the board must appoint another individual to act as the recording secretary at such meeting.

V. Committees

- a. The Board of Directors may create committees with powers as it deems wise to have. The Board of Directors shall appoint persons to chair and serve on those committees.

VI. Indemnification

- a. People for the Parks and Trails of Jackson, Michigan may indemnify Members, Directors, officers, assistants, and agents of People for the Parks and Trails of Jackson, Michigan to the fullest extent required and permitted by the laws of Michigan.

VII. Compensation

- a. The Members, Directors, officers, assistants, and committee members shall serve without compensation for their services but may be reimbursed for all expenses reasonably incurred on behalf of People for the Parks and Trails of Jackson, Michigan.

VIII. Amendments

- a. These bylaws may be amended by a majority vote of the Board of Directors provided the proposed amendment(s) has been submitted to the directors with notice of the meeting to decide on the proposed amendment(s) at least two days prior to the meeting date.

Adopted by the Incorporating Members this seventeenth day of January 2022.

We, the undersigned, being the Incorporating Members of People for the Parks and Trails of Jackson, Michigan, hereby certify that the above is a true, complete, and accurate copy of the Bylaws adopted by the Incorporating Members.



Aaron Dimick
Incorporating Member

1-18-22
Date




Scott Damich
Incorporating Member

1/18/22
Date



Scott Slagor
Incorporating Member

1-18-22
Date



Andrew Sargeant
Incorporating Member

1-19-22
Date