



***P.V.G.G.***

PIONEER VALLEY GAMING GUILD

BYLAWS

## **ARTICLES OF ASSOCIATION**

*Pioneer Valley Gaming Guild, (PVGG)*

*Adopted September, 28, 2012*

### **Article One - NAME**

The name of this organization is the *Pioneer Valley Gaming Guild*, hereinafter referred to as *PVGG*.

### **Article Two – PURPOSE**

The PVGG is an organization dedicated to the preservation and furthering of the Paper and Pen, Role Playing gaming style. Giving it's members the opportunity, in a custom built fantasy realm that has been built by members for members, to relive the highs and lows of emotions and ideas only a face to face role playing environment can provide.

### **Article Three – MEMBERSHIP**

PVGG membership is a benefit with the payment of \$20.00 annual dues. The classes of PVGG membership are:

- Regular members who consist of all those who have been voted in by a three-fourths majority of membership and have paid current annual dues to the PVGG. and have voting privileges as part of the general membership quorum.
- Associate members who consist of all persons, excluding those qualified as regular members, who have shown an active or vital interest in the PVGG and have attended at least two PVGG club meetings. One of which must be a planning meeting, but have not paid the annual dues and therefore have no voting privileges.

### **Article Four - AMENDMENT OF ARTICLES OF ASSOCIATION**

A majority three-fourths vote by the Board is required to amend the Articles of Association.

# **BYLAWS**

Pioneer Valley Gaming Guild  
Adopted September, 28, 2012

## **Section One – OFFICERS**

The PVGG shall be governed by a Board of Officers (hereinafter the “Board”) who are elected by the general membership at the Post Retro-Con Annual Meeting.

Officers are expected to be current dues paying members of the Pioneer Valley Gaming Guild

## **Section Two – ELECTION OF OFFICERS**

New Officers shall be nominated by a full member of the PVGG six weeks prior to the Post Retro-Con Annual Meeting and presented to the Board for approval by a majority vote of the Board members present at the Post Retro-Con Annual Meeting. The nominations shall be affirmed by a majority vote of the general members at the Post Retro-Con Annual Meeting Annual Meeting.

The members of the Board shall be drawn from the membership of the PVGG, who are members of the PVGG. The Board shall consist of the following:

- Four officers: Guild President, Guild Vice President, Secretary and Treasurer whose general responsibilities are listed in *Addendum A*.
- Continuity Master (CM) and Web-Site Master (WM) will be appointed positions by the Board. The Board can, with a majority vote, grant the CM and WM full voting privileges on the Board.
- In the instance of either CM or WM already holds or is voted into a Board position, and is willing to take on the responsibilities of both positions, than only one vote will be acknowledged by that individual in all voting instances. (One person, One vote)

## **Section Three - TERMS OF OFFICE FOR OFFICERS AND DIRECTORS**

PVGG Officers are elected for a two year term and may be re-elected for two additional terms for a total of six consecutive years of service in a single office.

No Board member may serve for longer than a maximum of twelve years total on the Board.

If an Officer should resign before his or her term ends or be unable to complete his or her term of office, the President, with concurrence of a majority of the Board, may replace that Officer for the remainder of the un-expired term until the next election, at which time a replacement will be selected by utilizing the nomination and selection process outlined above.

If the President resigns before the end of his or her term, the Vice President shall assume the role of President, and with concurrence of a majority of the Board, may replace the Vice President for the remainder of the un-expired term until the next election, at which time a replacement will be selected by utilizing the nomination and selection process outlined above.

#### **Section Four - QUORUM AND VOTING**

A quorum for the Board shall consist of a minimum of three-fourths of Board members with at least three-fourths Officer(s) in attendance. Action by the Board must be by a majority of the quorum. All voting by the Board shall be done by a show of hands. Voting by the Board shall be closed to the general membership

A quorum for the general membership shall consist of three-fourths of those in attendance. Voting by the general membership will be done with a secret ballot when there are more than one individual nominated for the same position. If only one individual is nominated for a position, the vote can be taken by a show of hands.

#### **Section Five - COMMITTEES**

PVGG has two standing committees: Membership and Marketing. General responsibilities for these committees are listed in the accompanying addendum.

#### **Section Six - MEETINGS**

The Annual Meeting of the Board shall be held at specified date, time, and location at the Post Retro-Con Annual Meeting each year as the Board or President may designate with proper notice being sent to all members. Any member in good standing may attend. Such notice shall accompany the notice of the election of Officers and Directors.

There shall be at least six other meetings of the Board each year. Additional meetings of the Board may be called when deemed necessary by the President or any two-thirds members of the Board. Notice of such meeting may be provided by e-mail, or with mailed notice, provided such notice is given at least twenty-one days prior to said meeting.

#### **Section Seven - RULES OF ORDER**

Roberts Rules of Order, or any other set of Rules of Order duly adopted by a majority of the Board, shall govern parliamentary procedure in the PVGG meetings.

#### **Section Eight - BYLAWS**

The Bylaws shall be adopted for the governance of the PVGG by a majority of the Board. A majority vote by the Board is required to amend the Bylaws.

**ADDENDUMS**  
Pioneer Valley Gaming Guild  
Adopted September, 28, 2012

**ADDENDUM (A)**

**OFFICER POSITIONS**

**Officers**

The responsibilities of the PVGG officers shall include but not be limited to the following:

- Set overall strategy for the Pioneer Valley Gaming Guild
- Lead efforts to revise Articles of Association, By-Laws, and Addendums as needed

**President**

The President's responsibilities include:

- Supervising and coordinating *PVGG* activities
- Calling and presiding over regular and special meetings of the Board
- Ensuring the holding of the Annual Meeting as called for by club's bylaws
- Ensuring the completion of the PVGG Annual Report for the membership and Board.
- Serving, if interested, as a member of any standing or ad hoc committee, with the right to vote
- Appointing, with a majority vote of the Board, standing or ad hoc committees for the PVGG and their respective chairpersons
- Serving as principal liaison with other organizations

**Vice President**

The Vice President's responsibilities include:

- Presiding over the PVGG meetings in the absence of the President
- Chairing the Membership and Marketing Committees'
- Ensuring that the term limits described in the PVGG bylaws are adhered to by the Officers of the Board
- Serving as a resource for the Chairs of the following committees: Membership and Marketing and, participating in associated activities as needed
- Assuming the duties of the President on an interim basis if the President is unable to complete his/her term

**Secretary**

The Secretary's responsibilities include:

- Giving notice of the PVGG Board meetings
- Taking and distributing meeting minutes at Board and special meetings
- Maintaining a permanent record of all PVGG proceedings
- Supervising the club's annual election
- Tallying votes from the Board and general membership
- Maintaining and circulating the current Articles of Association, Bylaws and Addendums of the PVGG
- Taking attendance at PVGG Board meetings

## **Treasurer**

The Treasurer's responsibilities include:

- Receiving all funds paid to the PVGG
- Disbursing money on properly authorized orders/invoices
- Maintaining the permanent record of all financial matters
- Preparing a Treasurer's Report on the status of the operating and scholarship funds for all meetings of the Board, including the Annual Meeting
- Preparing a final report for the prior fiscal year and submitting such report to the Board
- Transferring financial records to the incoming treasurer no later than the Post Retro-Con Annual Meeting Board Meeting
- Assisting in preparation of event-based budgets and related record keeping
- Serving as a resource for fundraising, participating in associated activities as needed

*If the PVGG adopts it's own 501(c)3 or 501(c)7 status the Treasurers duties will include these additional responsibilities:*

Preparing and filing an annual tax return

Chairing the Investments or Finance Committee and overseeing its functions, including the appropriate investment of funds

Preparing an annual budget with the assistance of the Finance Committee

Overseeing risk management and insurance.

Maintaining the club's non-profit tax status

## **Web-Site Master**

Web-Site Master responsibilities include:

- Managing and updating the content of the web-site as requested by the Board
  - Writing text for the PVGG web-site
  - Submitting PVGG membership supplements to web site
  - Submitting information for the PVGG web site event calendar
- Writing text for and coordinating supplemental and other PVGG sponsored paper mailings

## **Continuity Master**

Continuity Masters' responsibilities include:

- Serving as liaison among the PVGG leadership, the membership, and the community at large
- Representing the diverse interests of the general membership
- Attending Board meetings on a regular basis
- Attending club events on a regular basis
- Evaluate the relevance and balance of material created for the web-site as it pertains to gaming scenarios presented to membership for play
- Maintain a flow, consistency and intent of concept to the rules and material submitted for gaming use

## **ADDENDUM (C)**

### **COMMITTEES**

The Chair(s) for each committee shall be responsible for submitting financial goals, including budgets, in writing to the Treasurer throughout each fiscal year. The financial goals are to be reviewed and rejected, accepted, or accepted with modifications by the Board. Each committee will include two members of the general membership and two members of the Board. Volunteers will be considered first with the Guild President appointing the second Board member, if none volunteer

### **Marketing**

The responsibilities of the Marketing Committee include coordinating the communication and marketing strategies for the PVGG and assisting the Board and other committees with creation and execution of flyers, postcards, and other mailers.

### **Membership Committee**

The responsibilities of the Membership Committee include:

- Creating and executing strategies to welcome possible new members to the club's area
- Creating strategies, with the Board, to market the value proposition of membership to members
- Leading Board recruitment efforts to identify volunteers to serve on committees and to join the Board
- Insuring that at least one representative on the committee attends events that are planned by the committee
- Insuring that PVGG membership materials are available at PVGG events

**First vote on the adoption of these bylaws was taken on September 28th, 2012, and was passed by a majority vote by the membership in attendance.**

**Second vote on the adoption and implementation of these bylaws was taken on November 30th, 2012, and was passed by a majority vote by the members in attendance.**

## FREQUENTLY ASKED QUESTIONS

*Why should our club have bylaws?*

There are three good reasons why clubs should have bylaws: 1) they convey to volunteers what is expected of Board Members and how long they'll be expected to serve in their roles as club leaders; 2) they legitimize that Board members are working in an official capacity for the club, which will be helpful in the event that someone is injured at a club event which may result in lawsuits filed against the club, its members, and/or the PVGG and 3) they provide clubs with a "road map" for conducting business.

*If our club has its own 501(c)(3) designation are there additional requirements that are not in these bylaws?*

If your club has its own 501(c)(3) designation we suggest a review of your club's bylaws by someone who is knowledgeable about Internal Revenue Code Sec. 501(c)(3) to assure they are in compliance with laws, rules and regulations governing non-profit organizations.

*If our bylaws state that we need a quorum to make decisions, what do we do if a Board member rarely shows up for a meetings?*

Not having a quorum at a meeting can impact making decisions in a timely matter. It's important that the Board is in agreement as to what "regular" attendance at Board meetings means and that the nominating committee communicates this expectation to applicants they're interviewing for Board positions.

*We've never had term limits before and don't want everyone to leave the Board at the same time, so how do we institute term limits and still have continuity on the board?*

The first time you set term limits you can stagger term expiration dates so they don't all end at the same time. For instance, if your bylaws say that a Board member can serve two three-year terms, initially one third of the Board members would actually serve a one-year term, one third of the Board members a two-year term, and the remaining third a three-year term. The easiest way to "assign" the staggered terms is to have a drawing. If a Board member draws a one-year term, they'd be eligible to serve a one-year term followed by two complete three-year terms for a total of seven years on the Board. If a Board member draws a two-year term, they'd be eligible to serve a two-year term followed by two complete three-year terms for a total of eight years on the Board.

*We have a long-term president who's knowledge we don't want to lose. What should that person's role with the Board be once they are no longer the president?*

Some clubs, but not all, have a defined role for the immediate past president written into their bylaws. If the immediate past president has served the maximum number of years that Board members can serve when his/her presidency ends, an exception can be written into the club bylaws allowing him/her to remain on the Board, usually for no more than one year. In this case the Immediate Past President would serve in an advisory capacity to the Board and participate as needed. If the Immediate Past President has not served the maximum number of years a Board member can serve, he/she can continue to serve as a regular Board member with voting privileges until he/she has reached the maximum number of years that a Board member can serve.