



BYLAWS

Article 1. Name and Use of Emblem

Section 1. The name of this organization shall be Monumental Impact.

Section 2. The name and emblem of Monumental Impact shall be used for only such purposes as identified by the Executive Director and Board of Directors.

Article 2. Purpose

Section 1. The mission of Monumental Impact is to enable and support the growing talent and passion of high school students in Technology, Engineering and Entrepreneurship with Experiences and Community.

Section 2. The vision of Monumental Impact is to provide a shared space with the resources and a mentoring community of support that provides opportunities for industry experiences for individual students and the capabilities to enable supported afterschool programs.

Article 3. Board of Directors

Section 1. A Board of Directors will be the main governing body of Monumental Impact. Each member shall have one (1) vote.

Section 2. Members of the Board of Directors have an obligation to vote in accordance with what they believe is in the best interests of Monumental Impact, and all of the students and community members it serves.

Section 3. Positions may be added at the discretion of the Board of Directors. At no time shall the Board of Directors be without at least 3 voting members, including the members of the Executive Committee (Chairperson, Secretary, and Treasurer).

Section 4. Each member of the Board of Directors shall serve a term of two (2) years, and are allowed to serve up to two consecutive terms. A member may be reconsidered for the board after stepping down for at least one term (2 years).

Section 5. There are no specific qualifications required to serve on the board.

Section 6. The Board of Directors shall meet annually during the month of August at which point the Executive Committee shall be officially appointed into their designated positions.

Section 7. Special meetings may be called by the Executive Director or Chairperson, or by a two thirds ($\frac{2}{3}$) vote of the Board of Directors at any point in time.

Section 8. Any member may be removed from the Board of Directors with an affirmative vote of two-thirds ($\frac{2}{3}$) of those present at an official meeting. At least ten (10) days written notice of the proposed removal will be given to the member in question, who will



be given an opportunity to be present and heard at the meeting in which the removal is being considered.

Section 9. No compensation will be paid to any member of the Board of Directors for services as a member of the board. By resolution of the board, reasonable expenses may be allowed for attendance at regular and special meetings of the board and for special services rendered by any member.

Section 10. Absence from three (3) consecutive meetings of the Board of Directors without valid reason in the judgement of the Board of Directors shall be considered a resignation constituting a vacancy to be filled by the board.

Article 4. Executive Director

Section 1. The Executive Director shall be appointed and confirmed by a simple majority vote of the Board of Directors.

Section 2. There is no term limit for the Executive Director. They shall serve until choosing to retire, or until they are dismissed by a simple majority vote (50% plus one of those present in quorum) from the Board of Directors.

Section 3. The Executive Director may also serve as the Chairperson of the Board of Directors, but it is not guaranteed that the Executive Director will serve in both positions. Combining these roles is at the discretion of the Board of Directors.

Article 6. Committees

Section 1. Committees may be created at any time of the year at the discretion of the Board of Directors, and are either renewed or discontinued at the annual meeting of the Board of Directors.

Section 2. Committees may be officially proposed by any sitting member of the Board of Directors, and can be confirmed by a simple majority vote.

Section 3. A chair shall be appointed to each committee by the Board of Directors, and will represent the membership within the committee

Article 7. Voting

Section 1. Quorum of the Board of Directors will be constituted by 75% attendance. Quorum shall be required to hold an official board meeting and vote on any issues.

Section 2. All official meetings of the Board of Directors shall be conducted using Robert's Rules of Order.

Section 3. In the case of a tie, the Executive Director shall gain one (1) vote and act as the tiebreaker. If the Executive Director and the Chairperson positions are being filled by



the same person, they will get one (1) vote for each position, resulting in two (2) votes for that individual.

Article 8. Discrepancies in Authority

Section 1. These bylaws shall have a higher authority than the Articles of Incorporation, and in the case of a discrepancy, these bylaws shall supersede the Articles of Incorporation.

Article 8. General Provisions

Section 1. The General Provisions of Monumental Impact are further explained in the Articles of Incorporation, Article VII.

Article 9. Conflicts of Interest

Section 1. A member of the Board of Directors has a conflict of interest if the board member has existing or potential business, financial or personal interest, or holds a position that could impair their ability to exercise unbiased judgement during the decision making process for Monumental Impact.

Section 2. All possible conflicts of interest must be disclosed to the Board of Directors prior to voting on the issue on the floor, and recorded in the official meeting minutes. Members of the Board of Directors are expected to abstain from discussion and voting on issues in which they may be impaired to make an informed and unbiased decision.

Section 3. If the board member in question disputes the presence of a conflict of interest, the matter shall be decided by a two-thirds ($\frac{2}{3}$) majority vote of the Board of Directors. The Chairperson may grant the board member in question time prior to the vote to present an argument in their defense, but is under no obligation to do so.

Section 4. Failure to disclose a conflict of interest may constitute removal as referenced in Article 3, Section 8.

Article 10. Amending the Bylaws

Section 1. Amendments to these bylaws may be suggested by any of those affiliated with Monumental Impact.

Section 2. After ten (10) days written notice to the Directors, the Board of Directors may amend these bylaws at any meeting. Any number of amendments or an entire revision of these bylaws may be submitted and voted upon at a single meeting.

Section 3. Bylaw amendments shall be adopted upon receiving a two-thirds ($\frac{2}{3}$) affirmative vote from the Board of Directors.



Article 11. Dissolution

Section 1. The procedure for the dissolving the Corporation can be found in the Articles of Incorporation, Article XV, Section 1.