

BYLAWS OF

Louisiana Dutch Oven Society (LDOS)

ARTICLE I-NAME, PURPOSE

Section 1: The name of the organization shall be Louisiana Dutch Oven Society. Henceforth, this organization may also be known as LDOS as mentioned within these Bylaws. The LDOS is formed as an 501(c) (3) non-profit organization.

Section 2: The LDOS is organized exclusively for charitable, scientific and education purposes. To promote the opportunity for all Dutch Oven cooks to gather and better their skills through friendly Dutch Oven Gatherings (DOG). Promote the art of Dutch Oven cooking through demonstrations and local DOGs. Engage in charitable, literary, social, educational and other activities that promote the art of Dutch Oven cooking.

ARTICLE II-MEMBERS

Section 1: Membership in the Society is opened to all Dutch oven enthusiasts. Members are sought who actively want to contribute their time and abilities to further the art of Dutch Oven cooking.

Section 2: The membership year shall be from January 1st to December 31st.

Section 3: Society membership is extended to either a household or an individual. A household is eligible for as many as two memberships provided that there are at least two members of that household and the dues for a membership are paid for each individual. In any event, no individual shall hold more than one membership.

Section 4: Annual dues for a membership, not to exceed \$40, shall be set by the Board of Directors. Until changed by the Board of Directors, annual dues shall be \$20 per membership. The Board of Directors shall have the power to set dues on a prorated basis.

Section 5: Members shall belong to Chapters and follow Chapter Bylaws as outlined in Attachment 1.

ARTICLE III-ANNUAL MEETING

Section 1: Annual Meeting. The date of the regular meeting shall be set by the Board of Directors who shall also set the time and place.

Section 2: Special Meetings. Special Meetings may be called by the President.

Section 3: Annual General Membership Meeting. The date of the regular meeting, if deemed necessary, shall be set by the Board of Directors who shall also set the time and place.

Section 4: Notice. Notice of each meeting shall be given to each board member, by mail or e-mail not less than ten days before the meeting.

ARTICLE IV-BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The Board is responsible for overall policy and direction of the LDOS, and delegates' responsibility for the day-to-day operations to the Officers. The Board shall have up to 8 and not fewer than 2 members. The board shall receive no compensation.

Section 2: Meetings. The Board shall meet at least semi-annually, at an agreed upon time and place.

Section 3: Quorum. A quorum must be attended by at least 51% percent of the Board members before business can be transacted or motions made or passed.

Section 4: Notice. An official Board meeting requires each Board member have written, either by mail or e-mail, two weeks in advance.

Section 5: Officers and Duties. There shall be three officers of the Board consisting of a President, Treasurer, and Secretary. Their duties are as follows:

The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members to preside at each meeting.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board members, and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

Section 8: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in their term. A Board member may be removed for other reasons by a three-fourths vote of remaining directors.

Section 10: Special Meetings. Special meetings of the Board shall be called upon the request of the President or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member, either by mail or e-mail, two weeks in advance.

ARTICLE V-COMMITTEES

Section 1: The Board may create committees as needed.

Section 2: The three officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Any member of the Society may serve on any committee.

Section 4: Ad-hoc committees may be formed as needed by a majority vote of the Board of Directors. Additionally, the President may establish ad-hoc committees as expediency requires.

Section 5: Each committee chair shall report the committee activities to a member of the Board of Directors designated by the board; and shall give reports at regular and special meetings. These reports shall be recorded by the Secretary

ARTICLE VI-SALARIES AND EXPENSES

Section 1: No Salaries shall be paid. All positions are voluntary.

Section 2: Expenses incurred on behalf of the Society must first be authorized by either the Board of Directors or the general membership while in special or regular meeting and shall be paid from the funds held by the Trustee in a depository account for the benefit of the Society.

ARTICLE VII-ADMENDMENTS

These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

ARTICLE VIII-ADOPTION

These Bylaws were approved and adopted at a meeting of the Board of Directors on May 8, 2010.