



MonDaks Safety Network By-Laws – rev 2018

Referendum presented to the General Membership on 13 September 2018

Voted into effect by the Network Board of Directors on 11 September 2018

Objective

Establishment, periodic review and revision of MonDaks Safety Network By-Laws

Article I - Name of the Network

The name of the organization shall be the MonDaks Safety Network, referred herein as “the Network”.

Article II – Membership

1. Membership is open to those engaged in or supporting the Oil and Gas Exploration, Production Transmission and Refining Industry. The Network shall set no limit on the number of individuals that may become members, attend meetings, or participate in activities.
2. **Active Members:** An active member is one who qualifies under the membership clause and supports the network through active participation and attendance.
3. **Advisory Members:** An advisory member is an employee of a governmental and/or regulatory organization that interacts with the Oil and Gas Exploration, Production, Transmission or Refining Industry. Advisory members have neither voting nor elective office privileges.
4. Membership Status – The Board of Directors shall review membership status periodically.

Article III – Organization

1. The Executive Officers of the Network Board of Directors shall include, at a minimum, a President, Vice President, Secretary, and Social Media Coordinator elected for two-year terms, on a calendar year basis, by the Network’s general members, and shall serve without compensation.
2. Election of the Executive Officers of the Network Board of Directors shall be held annually, in November. Newly elected Executive Officers shall be sworn into office in the January immediately following the election.
3. The Network Board of Directors shall consist of nine (9) persons: The President, Vice President, Secretary, Social Media Coordinator, (Immediate) Former President, and four (4) Members-at-Large.
4. The Members-at-Large of the Network Board of Directors shall be appointed by the President and shall be confirmed by the Network Board of Directors and shall serve without compensation.
5. Members of the Network Board of Directors shall not serve in the same position for more than two consecutive terms.
6. Former Executive Officers of the Network Board of Directors members may run for re-election to the Network Board of Directors if they have not been an Executive Officer of the Network Board of Directors for a period of no less than one (1) full year.
7. Executive Officers of the Network Board of Directors shall serve two-year terms. The President and the Vice President of the Network shall serve terms staggered to the term of service of the Secretary of the Network, to maintain history, consistency and engage general members. The service terms will be as follows:
 - a. Executive Officers: 2-year terms
 - b. Members-at-Large: 1-year terms, re-appointable with Board Confirmation
 - c. Former President: term concurrent with the term(s) of the succeeding President.

8. In the event the incumbent President is elected to a second consecutive term, the Former President shall retain the Office of the Former President. If the Former President seeks voluntary resignation, the President may appoint a fifth (5th) Member-at-Large, confirmed by the Network Board of Directors, in the interim, solely during the vacancy of the Office of the Former President.

Article IV – Meetings

1. Meetings are to be conducted in accordance with Robert's Rules of Order Revised.
2. General membership meetings are to be held, at a minimum, bi-monthly (every two (2) months).
3. Meetings may include round table discussions, guest speaker presentations, training presentations, reports of the Network Board of Directors' meetings, and from other committees, as appropriate.
4. A quorum for Network Board of Directors meetings shall consist of a minimum of five (5) members in person, via telephone, web ex or another Board of Directors member may carry a proxy for an absent Board of Directors member to meet the quorum requirement.
5. Network Board of Directors members shall be advised of Board of Directors meetings a reasonable amount of time prior to the meeting.

Article V - Duties of the Executive Officers and the Network Board of Directors

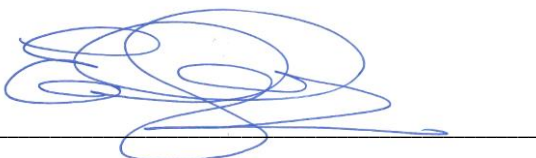
1. The President shall:
 - a. Preside at regular and special Network meetings;
 - b. Call and lead meetings of the Network Board of Directors;
 - c. Provide leadership for programs and activities during his/her term of office;
 - d. Ensure representation of the Network at meetings of other organizations as appropriate;
 - e. Establish communication with others who have an interest in safety and health;
 - f. With the Network Board of Directors' permission, has signatory authority for the Network; and
 - g. Preside over the Election Committee.
2. The Vice President shall:
 - a. Assume and carry out the duties of the President if the President is unable to serve;
 - b. Assume duties as assigned by the President; and
 - c. Maintain all past records and files of the Network in an organized manner.
3. The Secretary shall:
 - a. Record minutes of the Network meetings and Network Board of Directors meetings and arrange for distribution of the minutes to members via email or website posting;
 - b. Maintain Network membership and participation records;
 - c. Prepare and distribute notices of regular and special meetings of the Network, and the Network Board of Directors;
 - d. Prepare Network correspondence with the exception of correspondence to acquire speakers;
 - e. Prepare meeting agendas with the assistance of the Network Board of Directors; and
 - f. In the absence of the Secretary, the President shall delegate the Secretary's duties.
4. The Social Media Coordinator shall:
 - a. Maintain Network's Website

- b. Communicate all notices of meetings to general membership via website, Facebook, LinkedIn and any other approved social media venues approved by the board.
 - c. Communicate any special communications from the President and/or Board of Directors to the general membership via social media venues as mentioned above.
 - d. Communicate announcements of special events, special guest and/or any other communication deemed necessary via approved social media venues at the discretion of the President of the network.
5. The Network Board of Directors shall:
- a. Meet within 90 days before the beginning of each calendar year to plan the Network program. This will include the establishment of necessary policies, types of programs and places of meetings;
 - b. Review topics for discussion at regular meetings, including suggested guest speakers;
 - c. Meet, at a minimum, bi-monthly (every two (2) months), to ensure that meetings and other activities of the Network are being conducted as outlined in the planned schedule;
 - d. Appoint Focus and Work Groups or Committees, and Focus and Work Group or Committee Leaders, for specified purposes as agreed to by members; and
 - e. In the event of a mid-term Executive Office vacancy, a Special Election shall be called and a Special Election Committee designated. The committee will solicit nominees, present candidates at the next general membership meeting and conduct the election to allow members to vote and fill the vacancy.
6. Election Committees, both routine and special, shall:
- a. Be chaired by the President;
 - b. Consist of at least two Active Members appointed by the Network Board of Directors;
 - c. Provide an opportunity for all Active Members to make nominations;
 - d. Report to the Secretary, in writing, accepted nominations;
 - e. Create, and distribute a ballot to active members to allow for a vote;
 - f. Make provision for write-in names on the ballot; and
 - g. Count votes and announce election results at the next general membership meeting.

Article VI – Amendments to By-Laws

Proposed amendments to these bylaws shall be submitted to the President, in writing, reviewed by the Network Board of Directors and a consultation referendum conducted for the general membership. To become effective, amendments must be approved by a majority vote of the Network Board of Directors.

Adopted by the MonDaks Safety Network, effective this, the 11th day of September 2018, and signed by:



Eric Genet, President