



**North Texas SQL Server User Group  
Bylaws**

## **NTSSUG BYLAWS Document History:**

02/27/2011 – Created. Erin Welker, NTSSUG Secretary and Past-President

08/16/2012 – Sri - added comments as approved by the Board on 7/19/2012

08/22/2012 – Sri - Final version approved by Board

## **ARTICLE I - Name**

The name of this corporation shall be the “North Texas SQL Server User Group”, a 501(c)(3), corporation organized under the laws of the State of Texas of the United States of America (hereinafter "NTSSUG").

## **ARTICLE II - Purpose**

### **Section I.**

The North Texas SQL Server Users Group (NTSSUG) was formed to provide a forum where Microsoft SQL Server database professionals could meet to learn more about the product, share ideas, and make contact with other similar individuals. It is our goal to provide new concepts and detailed information on the product, which will enable the users of SQL Server to see it function to its fullest potential.

The content of the meetings will vary, but is usually targeted at average to advanced users. However, we openly welcome anyone interested in SQL Server regardless of experience or level of expertise. This is a great opportunity to learn about SQL Server and network with other DBAs and developers.

The NTSSUG is meant to enhance, enable, and facilitate the educational growth of individuals that use, are interested in, or are passionate about the SQL Server product, and other SQL Server-related technologies.

- 1) General Purposes. Consistent with these bylaws, the NTSSUG shall conduct and engage in all lawful activities in furtherance of the NTSSUG's objectives.
- 2) Specific Purposes. Within the context of the general purpose stated above, the NTSSUG shall:
  - a) Facilitate communication and the exchange of information on products, services, and technical issues related to SQL Server.
  - b) Facilitate the uses of SQL Server throughout the membership.
  - c) Coordinate and assist educational endeavors through organized meetings, conferences and the dissemination of books, articles, papers, etc. pertaining to technical and non-technical information affecting the use of any and all components of Microsoft SQL Server.
  - d) Perform and do any and all such other acts as may be necessary or desirable to carry out the NTSSUG’s purposes as determined by the Board of Directors.

## **ARTICLE III. Membership**

### **SECTION 1. Requirements**

- A. Membership is open to any person willing to abide by the articles put forth in these bylaws.
- B. Members will be asked to register on the NTSSUG website and/or when attending user events.
- C. While NTSSUG is a PASS Regional User Group, membership in PASS is not required for membership in NTSSUG.

### **SECTION 2. Fees and Dues**

Membership to the NTSSUG is free of charge to all members.

### **SECTION 3. Equal Opportunity**

Membership in the NTSSUG shall not be denied to anyone based upon race, creed, sex, or religion. Membership is open to anyone having an active interest in SQL Server products and related technologies as pursued through NTSSUG efforts and activities.

### **SECTION 4. Active Members**

The NTSSUG defines an active member as being an individual who attends at least 2 meetings per calendar, or sends or responds to 2 or more email messages on the distribution list as defined in Article 3 Section 5.

Each “member” is entitled to cast one vote in any election or NTSSUG activity that requires general membership approval.

### **SECTION 4. Distribution List**

The NTSSUG distribution list provides a forum for posting technical questions and answers, communicating information about user group meetings and events, and posting current job openings of potential interest to members. Any person who has a valid email address is entitled to participate in the NTSSUG distribution list. Subscribers to the NTSSUG distribution list are not limited to the active membership.

Abuse of the distribution list will result in a written warning, followed by ejection from future postings should inappropriate conduct continue. Abuse of the list includes, but is not limited to, the following:

- Repeated postings of jobs not related to SQL Server and or the database field.
- Non-professionalism, including profanity or otherwise offensive language.
- Solicitation outside of the defined sponsorship framework.
- Excessive messages not related to SQL Server or NTSSUG operations.

NTSSUG reserves the right to remove anyone from its distribution list at its sole discretion.

### **SECTION 6. Prizes, Raffles, and Giveaways**

Membership in the NTSSUG affords individuals the opportunity to win prizes. Members are not entitled to receive any goods, products, or services, except as defined in ARTICLE IV, SECTION 5.

### **SECTION 7. Revocation of Membership**

No person may have their membership revoked except under the following conditions:

- The member is disruptive to an overwhelming majority of members. This must be confirmed by a majority vote of the Board of Directors.
- The member causes a disturbance requiring intervention by law enforcement officials.
- Tampering with product and/or service giveaways.
- Abuse of the NTSSUG distribution list as defined in Article 3 Section 5.

## **ARTICLE IV. Meetings**

### **SECTION 1. Regular Meetings**

The NTSSUG will meet on a monthly basis. Specific days and times are communicated to the group through announcements at the previous meeting, the NTSSUG distribution list, the NTSSUG website, and social media outlets.

### **SECTION 2. Meeting Location**

Monthly NTSSUG meetings shall be held at the Microsoft campus in Las Colinas, located at 7000 North Highway 161, Irving, Texas 75039. Any change in venue from one meeting to the next shall be disclosed to the NTSSUG members at the meeting preceding the location change. Otherwise, the NTSSUG members shall be notified as soon as possible through the NTSSUG distribution list and on the NTSSUG web site.

### **SECTION 3. Speakers**

Speakers will be requested to record their session for later viewing for members who were unable to attend a meeting in person. All speakers will be allowed a short segment to promote any products or services they may be associated with.

### **SECTION 5. Meeting Giveaways**

Products and/or services may be given away at the NTSSUG meetings. The primary method of giveaway is to issue one raffle ticket to each member to be entered into a random drawing. Eligible giveaway recipients must meet the following requirements:

1. Recipient must be present to win.
2. Recipient is not required to qualify as an active member.
3. If there are stipulations given by the sponsor who donated the product and/or service, the recipient must agree to those terms in order to receive their product and/or service. If they do not, they forfeit the prize and a new recipient's name will be drawn.
4. Members may only win once per meeting.

## **Article V. Sponsors**

### **SECTION 1. Microsoft and PASS**

NTSSUG will proactively maintain close relationships with Microsoft (the manufacturer of Microsoft SQL Server) and PASS (of which NTSSUG is an official charter member)

### **SECTION 2. Conduct**

All sponsors willing to abide by these bylaws and maintain an ethical relationship are welcome.

### **SECTION 3. Recompense**

Sponsors will be prominently displayed on the NTSSUG website and shown gratitude during user meetings. They will be allowed a short segment at the beginning of the sponsored meeting to promote any products or services they may be associated with.

## ARTICLE VI. Organization

The North Texas SQL Server User group consists of two levels: Members and the Board of Directors. The NTSSUG Board of Directors provides direction and support to the group.

### SECTION 1. Member

Any individual who is interested in the activities of the NTSSUG may register at <http://www.NTSSUG.com> to be a member. All restrictions, guidelines, and definitions found in ARTICLE III apply.

### SECTION 2. Board of Directors

The NTSSUG Board consists of eight roles: President, Director of Marketing, Director of Logistics, Director of Communications, Director of Finance, Director of Programs, Secretary, and Past President. Roles can be combined, as designated by the President, across a minimum of five individuals. Duties can be temporarily reassigned by the President given a Board member's inability to perform such duties due to conflicting obligations.

**President:** The President is the chief executive officer, chairs the Board of Directors, and is an ex officio member of all committees. The President is responsible for the performance of all members of the Board of Directors. For all purposes of this document, the President is a Board Member and all rules applicable to the Board Member apply to the President, except where noted.

**Director of Marketing:** The Director of Marketing shall drive marketing, publications and sponsor coordination. Specific duties include:

- Establish goals, strategies, and objectives for marketing the NTSSUG.
- Balance the marketing resources (budget and staff) against the organization's needs and requests.
- Ensure the quality of marketing collateral accurately reflects what we do and is relevant to our mission.
- Lead short-term marketing and marketing-related projects.
- Support special projects as determined and assigned by the Board of Directors.

**Director of Logistics:** The Director of Logistics is responsible for ensuring a quality meeting environment. Specific duties include:

- Work with Sponsor Liaisons to provide food, drinks and giveaways at meetings
- Coordinate meeting location logistics
- Coordinate with meeting speakers to provide any necessary equipment (e.g. laptop, LCD projector, handouts, etc.).
- Support special projects as determined and assigned by the Board of Directors.

**Director of Communications:** The Director of Communications is responsible for communication of event content. Specific duties include:

- Maintain the membership and voting lists.
- Prominently display all sponsors on the NTSSUG home page
- Send out all meeting notifications and newsletters on behalf of the NTSSUG.
- Maintains the NTSSUG website with fresh, relevant content.

- Support special projects as determined and assigned by the Board of Directors.

**Director of Finance:** The Director of Finance shall have custody of and manage all financial books and papers. Specific duties include:

- Collect revenues and distribute payables from events.
- Record all transactions of all funds via bank, saving, and investment accounts approved by the Board of Directors.
- Provide a quarterly financial report to the Board of Directors.
- Provide an annual financial report and tax filings as required by law.
- Support special projects as determined and assigned by the Board of Directors.

**Director of Programs:**

The Director of Programs shall provide strategic leadership in program development, which offers personal and professional development to members and prospective members. Specific duties include:

- Schedule and coordinate presentations and presenters for the regular meetings.
- Coordinate with the Board to determine the content of future meetings.
- Determine specific expertise from within the chapter or group, identify potential external presenters, and identify vendors for presentations.
- Identify potential social-gathering events outside the recurring monthly meetings.
- Support special projects as determined and assigned by the Board of Directors.

**Secretary:** The Secretary maintains minutes of the meetings of the Board of Directors.

**Immediate Past President:** The Immediate Past President shall perform such duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

### **SECTION 3. Term**

All Directors, including the President, serve a 2-year term. There are no term limitations, though all Directors and the President must be re-elected at the expiration of their term unless no other nominees are identified for the position.

Term expirations are staggered every other year to insure that little more than half of the Board shall be subject to re-election in any given year.

If a Board position needs to be filled due to the resignation or impeachment of an existing board member, the President may choose to nominate a member of the usergroup to the role of the **“Appointed Board Member”**. The Board will vote to approve such a nomination. After approval, the **“Appointed Board Member”** will complete the remainder of the term of the outgoing board member.

If the outgoing board member is the President, the Board will vote a new President. Refer to Article VII Section 1 for Eligibility.

#### **Term of Immediate Past-President (IPP)**

The IPP may continue to serve in that capacity for an indefinite amount of time until someone departs the role of the President and assumes the role of the IPP. Any former President

assuming the role of IPP must be in good standing with the User group and Board and be available to perform the roles and responsibilities of a board member as needed.

#### SECTION 4. Compensation

The NTSSUG President, Board members, and NTSSUG members shall not be compensated, directly or indirectly, for their participation, volunteerism or leadership in the NTSSUG.

#### **SECTION 5. Resignation, Removal from Office and Performance Expectations**

Any Director may resign at any time by giving reasonable written notice to the President.

Elected Directors, as well as the President, are expected to be largely available to attend regular NTSSUG and Board meetings. They are expected to act in a professional manner, as befits the position. Should any of the above be called into question, the remaining Board members shall notify the Board Member in question, via an official communication, of performance gaps and provide a 90-day period for corrective action to the Board Member in question. If, after 90 days, the performance gap has not been resolved to the Board's satisfaction, a council shall be formed to decide on corrective steps. The reviewing council shall be comprised of 2 NTSSUG members selected by the Board and 2 NTSSUG members selected by the Board member in question. The Board and the Council shall together decide the corrective action. The corrective action may be dismissal from the Board and any agreed upon actions to recoup any damages to the group.

#### **SECTION 6. Conflict of Interest**

In a situation of conflict of interest, all necessary information would be laid out in front of the Board and the members.

### **ARTICLE VII. Elections**

#### **SECTION 1. Eligibility**

Any person who qualifies as a member of the NTSSUG, as specified in Article III, and is able to attend Board of Director meetings is eligible for nomination.

Any Director who has held a board position for at least 1 year is eligible to run for President. If no one is eligible to be a President, the board can nominate an Acting President until that person or anyone else on the board becomes eligible to run for the position.

#### **SECTION 2. Elections**

Elections shall be held in the fourth quarter of every year to elect individuals to expiring positions. If no new candidates for a position are identified during the election period and the incumbent Director or President is willing to serve another term, no election for the position is required.

Directors are elected with a majority member vote; no quorum is required. The President is elected by a majority vote of active Directors.

## **ARTICLE VIII. Veto**

### **SECTION 1.**

The President shall have final veto powers over all decisions made by other members of the Board of Directors. The President's veto, however, must have the support of at least one other Board member as documented in email or Board meeting minutes.

## **ARTICLE IX. Board of Directors Abuse of Power**

### **SECTION 1.**

As the NTSSUG is meant to benefit all members of the local SQL Server Community, all members of the Board of Directors are expected to uphold this honorable standard.

- No member of the Board of Directors may use their position on the Board of Directors for direct personal or financial gain.
- No member of the Board of Directors, including the President, may commit the NTSSUG to causes, affiliate programs, events, projects, sponsorships, or other commitments without a majority vote by the Board of Directors.

Interpretation of this ARTICLE shall be determined on a case by case basis, and formalized by a Board of Directors majority vote. Any member of the Board of Directors that is found to be violating this ARTICLE will forfeit their position on the Board of Directors. The forfeiture of the position will be ratified by a majority vote by the remaining members of the Board of Directors.

## **ARTICLE X. Amendments**

### **SECTION 1.**

These bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a unanimous vote of the Board of Directors. Amendments must be clearly summarized in the Bylaws document History and immediately posted to the NTSSUG web site. The summary must contain the date of the change, the change that was made, and the person(s) who made the change.

## **ARTICLE XI. Dissolution and Liquidation**

### **SECTION 1.**

To dissolve the NTSSUG organization, all the Board Members must agree to the dissolution, in addition to at least 75% of the active members.

Any assets owned upon dissolution shall be transferred to The Professional Association of SQL Server (PASS). This organization is also a 501.c.3 and has a similar mission and purpose. PASS shall use the assets that it acquires from the dissolution for educational purposes that assist the SQL Server community in the North Texas area.

## **ARTICLE XII. Catch-All**

### **SECTION 1.**

The Board of Directors shall handle anything not covered in these bylaws.