



**Operating Procedures
of
The Nebraska Entrepreneurship Task Force (NETForce)**

Mission: NETForce identifies and leverages educational resources to educate, engage and empower current and potential entrepreneurs

I - Name and Purposes

- 1) Name: The name of the organization is Nebraska Entrepreneurship Task Force DBA NETForce.
- 2) Office: The organization can be reached at _____. The Organizational corporate office is located at _____.

II - Membership

- 1) Members: The members of this organization shall consist of actively engaged individuals and organizations focused on the high income, high skill and high demand entrepreneurial career opportunities available to Nebraska's youth and adults. The Executive Board shall approve applicants for membership. By attending at least one meeting per year, the members will indicate that they are willing to continue as active members of the organization.
- 2) Attendance: If a member or representative from a member organization does not attend at least one meeting in a two year period of time, unless they send notification of their desire to continue to the Secretary, it will be deemed that they no longer wish to remain as a member of the organization and will be dropped from the membership list.
- 3) Dues: A dues structure has not been implemented at the current time. Each organizational membership shall have one vote at the annual meeting. The Executive Board may revisit the dues structure periodically and implement a dues structure to be voted on at any regular meeting.
- 4) Annual Meeting: The annual meeting of the members of the organization shall be the spring meeting at such time and place as shall be designated by the Executive Board.

The order of business at the annual meeting and insofar as possible, at regular meetings shall be:

- a. Reading and disposal of minutes of the last annual, special or regular meeting

- b. Financial Report (If needed)
- c. Reports of Officers, Committees and participating organizations:

Three minute report stating what they have done to support or market NETForce since the last meeting and any information regarding their organization's activities that support or enhance entrepreneurship.

- d. Unfinished business – including a review of the strategic plan each year at the spring meeting
 - e. New business
 - f. Elections, if required
 - g. Adjournment
- 5) Regular Meetings: Meetings of the members may be called as often as necessary to handle the business of the organization. Currently three meetings are held per year, the spring meeting, fall meeting and winter meeting.
 - 6) Special Meetings: If needed, the Chair, the Executive Board, or not less than one fourth of the members having voting rights may call special meetings of the members.
 - 7) Place of Meeting: The Executive Board may designate any place within the State of Nebraska as the place of the meeting for any annual or special meeting called by the Board.
 - 8) Notice of Meeting: Notice stating the place, date and hour of any meeting of the organization shall be delivered, either personally, by mail or electronic mail to each member entitled to vote at such meeting, not less than thirty (30) days or more than sixty (60) days before the date of the meeting, by the Secretary of the organization or at the direction of the Chair or the officers or persons calling the meeting. In the case of a special meeting, the purpose or purposes for which the meeting is called shall be stated in the notice.
 - 9) Quorum: A majority of the members present at any regular meeting of the organization shall represent a quorum. The quorum required for an annual meeting shall be those present and voting of the membership of the organization. In case of a tie on any vote, the Chair of the organization shall cast the deciding vote.
 - 10) Voting: Voting by proxy shall not be permitted. Any member wishing to vote on the issues before any meeting must be present at the meeting to exercise the right to vote. Each organization or campus represented will have one vote.

III – Executive Board

- 1) Election and General Powers: The affairs of the organization shall be managed by its Executive Board, which shall be elected by the members.
- 2) Number of directors: The number of the Executive Board shall be five. This would include four active members and one ex-officio or executive non-voting member.
- 3) Terms of Members of the Board: Each member of the Board shall be elected by the membership and shall serve for a term of two years. Board members elected for the office of Secretary/Treasurer or Member-at-Large for a two-year term may succeed himself or herself once for an additional two year term. The terms for the five voting board members shall be staggered so that no more than three members are up for election or re-election each year. The only exception to the above procedure is that the Chair and Chair-Elect MUST stagger their terms. Every year we will need a Chair Elect. Once the Chair leaves office, the Chair Elect moves up to Chair position. The two-year staggering component for the Chair and Chair Elect will include the following guidelines: one year the Chair-Elect will be from the education system and the next year they will be from the advocacy/resource system. The Chair and Chair-Elect positions will rotate annually. Thus, the person who is a chair-elect will serve for two years, one as Chair-Elect and one as Chair.
- 4) Meetings of the Board: The Chair or Secretary of the organization shall give at least 30 days' notice to the Board members as to the time and place of the meeting.
- 5) Special Meetings: Special meetings of the Board may be called by or at the request of the Chair or any two board members. The person or persons authorized to call such meetings of the Board may fix any place within the state of Nebraska as the place for the meeting.
- 6) Notice: Notice of any special meeting of the Board shall be given at least thirty days prior thereto by written notice sent by mail or e-mail or other electronic means to each Board member at his or her address as shown by the records of the corporation. The attendance of a Board member at any meeting shall constitute a waiver of notice of such meeting, except when a Board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted nor the purpose of any regular or special meeting of the Board need be specified in a notice or waiver of notice of such meeting unless specifically required by these by-laws.
- 7) Quorum: A minimum of three Board members will constitute a quorum for transaction of business at any regular meeting of the board. If less than this quorum is present at such a meeting, a majority of the Board members present may adjourn the meeting. In case of a tie on any vote taken, the Chair of the organization shall cast the deciding vote.

- 8) **Informal Action of the Board:** Any action required by law to be taken at a meeting of the Board, any action, which may be taken at a meeting of the Board, or any action taken without a meeting shall be valid if a consent in writing, setting forth the action that shall be taken, shall be signed by a majority of the Board members.
- 9) **Vacancies:** Any vacancy occurring in the Board to be filled shall be filled by the Members of the organization at a regular or special meeting called for that purpose. A Board member elected to a vacancy shall be elected for the unexpired term of the predecessor's office and will be eligible for one additional two year term. The only exception to the above guidelines would be if the vacancy occurring is the Chair position. If a vacancy occurs, the Chair Elect will step into the Chair's position to complete the term of office. To maintain the correct rotation, the Chair Elect will complete the remaining term of the Chair. If the chair was in his/her first two year term, the Chair-Elect will complete the first term and can run for an additional two year term. The Board will fill the vacancy created for the Chair Elect. The new Chair Elect will complete the previous Chair Elect's term and can run for an additional two year term.
- 10) **Nonvoting or ex-officio Member:** Any active member of the organization can be selected by the members of the organization to serve as a nonvoting member of the Board and shall receive notice of regular and special meetings of the Board or as specified in this document. These nonvoting members will serve a two year term initially and be reelected for as many additional two year terms as the membership desires.

IV - Officers

- 1) **Officers:** The officers of the organization shall be a Chair, Chair Elect, Secretary/Treasurer and a member at large, each of whom shall perform all duties incident to the office and any other duties as may be prescribed by the Board. Such other officers, assistant officers and committee chairs as may be deemed necessary may be elected or appointed by the Board.
- 2) **Election and Term of Office:** The officers of the organization shall be elected at the annual meeting. The Chair, Chair Elect, Secretary/Treasurer and At Large Director may not have more than two consecutive two year terms. Each officer and director shall hold office until his/her successor shall have been duly elected and qualified by the membership. Each term will be on an academic year (July – June). The Chair and Chair Elect should be elected so that one will represent the educational community and the other will be elected from outside of that system. The terms for these two offices should be on a staggered rotation so that both will not retire the same year.
- 3) **Removal or Resignation:** Any member of the Board may, by affirmative vote, be removed by the Board, whenever, in its judgment, the best interests of the Corporation would be served thereby. Any member of the Board may resign at any time by giving notice to the Board.

- 4) Vacancies: A vacancy in any office because of the death, resignation, removal or disqualification or other reason, may be filled by the Board for the unexpired portion of the term, plus one additional term.
- 5) Chair: The Chair shall be the principal executive of the organization and shall, subject to the advice and consent of the Board, in general, supervise control of all of the business and affairs of the organization. He or she shall preside over the meetings of the Board and all other meetings of the Organization. In general, he or she shall perform all duties incident to the Office of the Chair, appoint all committees, and such other duties as may be prescribed by the Board from time to time.
- 6) Chair Elect: The Chair Elect shall perform the duties of the Chair in the Chair's absence and will assume the office of the Chair once his/her term expires.
- 7) Secretary/Treasurer: The Secretary/Treasurer shall record the minutes of the Board's meetings and all other meetings of the organization, conduct all correspondence and maintain files of the same. The Secretary/Treasurer shall be entitled to have general charge and supervision of the books and records of the Corporation other than financial records. He/she shall be responsible for all reports required by law and shall perform such other duties as may be required by the organization or by the Board. As treasurer, if required, he/she shall deposit all funds received by the organization in an account in a bank approved by the Board, and issue all withdrawals therefrom, and prepare a treasurer's report at each Board and member's meeting. The treasurer will also be responsible for the filing of any tax documents required by the organization. At the end of his/her term, the Secretary/Treasurer shall turn over to his/her successor all financial books and records of the organization in his/her possession, and shall relinquish to his/her successor all rights to the corporation accounts and monies.

- 8) Initial Officers: The initial officers of the Organization shall be:

Chair	_____
Chair Elect	_____
Secretary/Treasurer	_____
At Large	_____
Ex-Officio	_____

- 9) Compensation: The officers shall not receive any salaries for their services, except by resolution of the Board. An officer may serve the organization in another capacity and receive compensation therefore, if approved by a majority of the membership.

V - Committees

- 1) General: Members of the organization may serve on one or more committees. Each committee may meet at such times as the committee members desire. A committee member may resign from the committee by notifying the Chair of the organization. A member of the Board may attend committee meetings and serve as a liaison for each committee.

The initial Committees and Committee Members for the organization are as follows:

Nominating

Publicity/Marketing

Awards and Recognition Committee

Criteria for awards will be available electronically

Officers are automatically members of the committee

Two people outside of the committee are to be chosen as judges, one of which may be from the sponsoring organization if requested.

Education Committee

VI - Fiscal Year

At the current time this organization is unincorporated so a Fiscal Year has not been designated.

VIII-Logo

The membership may adopt a design for a logo to be used by the members of the organization. The Board shall provide authorization as to the wear, use or display of the NETForce logo.

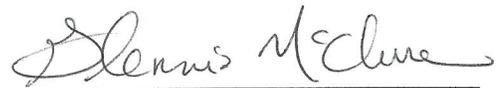
VIII- Amendment of Operating procedures

The Operating Procedures may be amended by a majority vote of the members of the organization present at an annual meeting of the members or at a special meeting of the members called for that purpose. Upon majority vote in the affirmative, the amendment is adopted at the meeting date and time at which the vote is taken.

X -Earnings

At the current time this organization does not hold any funds. Any funds coming into its hands shall be used for educational purposes in line with the general stated purposes for this organization in its Operational Procedures. The organization may, however, carry forward from year to year such savings as are prudent and necessary to meet its expenses for a reasonable time. No funds coming into the hands of the organization shall inure to the benefit of any director, officer or member.

The undersigned as Secretary of the Nebraska Entrepreneurship Task Force (NETForce) certifies that the above Operating Procedures were adopted by the membership effective Jan. 18, 2013.



Secretary