

Nashville 2600 Organization  
By-Laws

Mission: To act as a support group to the Middle Tennessee community of intellectually curious persons without regard to race, gender, age, economic status or sexual preference. Support will come in the form of personal networking at monthly meetings and a formal educational conference held each year in October or November, known as PhreakNIC.

I. Meetings

1. Meetings are to be held the first Friday evening of each month, with exceptions of holidays where an alternate meeting date will be discussed and set at least one month prior
2. Meetings are open to all who wish to participate without being a disruption
3. Meetings are to be presided over by the currently elected officers of the organization

II. Officers

1. The offices of President, Secretary, and Treasurer are to be elected through member voting in the last quarter of each calendar year
2. In order to be an officer, one must have been a Director for PhreakNIC within the past 2 years
3. All officers must attend a minimum of four (4) monthly meetings per year
4. All officers must be current in their dues payment
5. Duties of the President
  1. Preside over all monthly meetings, or arrange for an alternate in case of absence
  2. Project manage PhreakNIC, the primary event held each year by PhreakNIC
  3. Appoint directors for the PhreakNIC planning committee
6. Duties of the Secretary
  1. Take minutes of each meeting and post them both on the organization website and send to [meetings@2600.org](mailto:meetings@2600.org)
  2. Act as the primary liaison with press organizations
  3. Preside over all voting
7. Duties of the Treasurer
  1. Keep records of all financial transactions for both Nashville 2600 Organization and PhreakNIC
  2. Maintain a current role of voting members
  3. Complete and file required paperwork for tax purposes

III. Dues

1. Annual dues will be collected for the purpose of establishing voter records and will in no way prohibit those who are unable or unwilling to contribute dues from attending the monthly meetings
2. Dues are equal to the amount of prepaid admission to the PhreakNIC event, and as such, allow all who have paid dues for the current year prior to the opening day of

- PhreakNIC free admission to said event.
3. The calendar for establishing current dues payment will be from January 1st through December 31st.
  4. Dues may only be collected from those who live within the Middle Tennessee and Southern Kentucky area
  5. Any person, having paid either admission to PhreakNIC or who pays the membership fee after the closing day of PhreakNIC shall be considered to have paid dues for the purpose of this chapter.
  6. Persons may not vote at the same meeting at which they pay annual dues, unless the vote occurs within the first three (3) months of the calendar year and the person was a member in the previous calendar year.

#### IV. Voting

1. Voting will be restricted to those who have paid dues for the current year
2. In order to vote, one must have attended a minimum of two (2) monthly meetings in the current year.
3. In the event of a tie, the current President will cast the deciding ballot
4. Voting will be conducted via anonymous ballot

#### V. PhreakNIC

1. PhreakNIC is to be held in late October or early November, dependent upon scheduling of space
2. The purpose of PhreakNIC is to educate the community about topics important to the geek and hacker culture. This will come in the form of formal presentations given over the course of the event.
3. Admission fees for the event are to be nominal but sufficient to cover the costs of producing it
4. Non-profit and other community interest organizations will always be given free space for informational booths as long as there is space available
5. Primary responsibility for producing PhreakNIC falls upon the current President, who will delegate tasks to committees led by Directors.
6. Directors
  1. A director must have worked on a committee for PhreakNIC within the past two (2) years
  2. A director must have currently paid their dues
  3. Directors must be able to attend planning meetings on a regular basis

#### VI. Dissolution

1. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

#### VII. Board of Directors

1. The Board of Directors is established for the purpose of ensuring the long term health of the organization and to maintain any capital goods such as but not limited to computers or cash registers, or services such as but not limited to mailbox fees, domain names, and other long term contracts. The treasurer shall disburse funds from the treasury according to the decisions of the Board. The Board shall also counsel officers as to their duties and methods to ensure the continued success of the organization.
2. The Board shall meet no less than four (4) times during any calendar year. For the purpose of this paragraph, required meetings shall occur no closer than twenty (20) days apart. This paragraph shall not be interpreted to prevent the Board from meeting more often, only to ensure that the four (4) required meetings be spaced over time.
3. The Board of Directors shall consist of at least four (4) persons.
4. Persons having previously attained the position of President of the organization, and
  - a) are not a current Officer,
  - b) meet the general requirements of membership, and
  - c) express a willingness to serveshall be automatically members of the Board of Directors.
5. If less than four (4) persons are eligible for and willing to serve on the Board of Directors, then the membership shall elect additional persons until the Board is full. All additional persons
  - a) shall meet the general requirements of membership, and
  - b) have been an officer or director within the past three (3) years, and
  - c) shall not be a current officer.
6. The Board shall as its first action elect a Chairman. The Chairman shall be responsible for scheduling the meetings of the Board.
7. For the purposes of the actions of the Board, three (3) persons are required for a quorum.
8. The Board may remove any officer of the organization, at any time, by a vote of two-thirds of the present Board members. If any vote to remove is not unanimous, the minority may elect to force ratification of removal by the membership at the next regularly scheduled meeting. The removal upon two-thirds majority shall nevertheless take immediate effect and shall continue, until rejected by the membership. Once rejected by the membership, the Board shall take no further removal action of that officer until at least sixty (60) days have passed.
9. Actions of the Board shall be published to the organization mailing list within seventy-two (72) hours of the action.

#### VIII. Conflicts of Interest

1. Officers shall maintain a purely professional relationship with other officers.
2. No Officer or Director shall advantage any for-profit business entity under his control or for which he is employed, by arranging business between the two

- organizations, without disclosure to, and decision by, the President, or if the President is not a neutral third party, to the Board.
3. The President, having authority over the Directors of PhreakNIC, shall appoint no director with whom he or she maintains or pursues a romantic, sexual, employment, or outside business relationship, except if the relationship is disclosed prior to the appointment of the director, and there is no objection by any dues-paying member. In case of an objection, the President shall appoint a neutral Officer or Board Member to oversee the activities of the Director, such that any conflict of interest is abated by a neutral third party.
  4. Any Officer or Director having violated any rule in this section, shall immediately inform the Board of the transgression, either by mailing list or at the following regularly scheduled meeting of the dues-paying members.
  5. In the case of a violation of any rule in this section, the Board shall be asked whether to retain each party involved in the transgression. If the Board decides to retain more than one party, the Board shall choose a neutral third party to oversee the organizational relationship between the affected parties to ensure that any conflict of interest is abated.
  6. The Board's decision shall take effect immediately but shall be ratified by the membership at the next regularly scheduled meeting.

#### IX. Amendments to the Bylaws

1. Amendments to the bylaws must be read and considered at three (3) consecutive meetings prior to ratification by the members, to ensure that the entire membership has sufficient advance notice of such amendments prior to ratification.
2. Amendments may be proposed by any member of the organization.
3. Following rejection of an amendment, the amendment or a sufficiently similar amendment may not be proposed again until at least ninety (90) days have passed.
4. Ratification of amendments shall be by simple majority vote of the membership present.