

GREERS FERRY WALLEYE CLUB

Bylaws

These bylaws once dated and signed supersede any previous bylaws of the Greers Ferry Walleye Club

ARTICLE I Name

The name of this organization shall be the Greers Ferry Walleye Club Inc; hereinafter referred to in this document as GFWC.

ARTICLE II Purpose

The GFWC is organized to operate exclusively for charitable purposes, including but not limited to; a community organization focused on walleye fishing in Central Arkansas covering Greers Ferry Lake and its tributaries, with an emphasis on education, sharing information, and partnering with state, federal and media organizations to improve walleye fishing within Greers Ferry Lake. The organization is a change agent for fishery improvement with targeted projects and activities.

ARTICLE III Membership

We desire a strong body of actively participating members. We want to recruit active members who share in our vision and objectives.

SECTION 1. Regular membership is open to all those of good moral character, who express a genuine interest in our purpose, without discrimination, as defined by U.S. statutes.

SECTION 2. Application for membership shall be completed on a form approved by the Board of Directors for this purpose, filled out and forwarded with the annual or prorated dues payment to the Treasurer, who shall acknowledge and record the application. The new member

shall receive a membership name tag for use during membership meetings.

SECTION 3. The renewal of membership entails only the payment of annual dues as outlined in Article IV.

SECTION 4. Guests are welcome and allowed to attend two membership meetings free of charge. If a non-member desires to attend a third meeting, they must join the club and pay their dues at or before that time. Guests are not eligible to vote in any club election or resolution should one take place.

SECTION 5. Honorary Members: Members who exemplified themselves through outstanding service to the GFWC over the years shall, at the discretion of the Board of Coordinators, be granted honorary club membership with all membership fees waived for a period specified by the board.

SECTION 6. Under no circumstance will GFWC funds be used to benefit club members in any capacity; moreover, in the event the GFWC is dissolved all GFWC assets will be distributed to all surviving GFWC members on an equal pro-rata basis.

ARTICLE IV Dues

Annual membership dues shall be determined by the GFWC Board of Directors no later than the November Board meeting for the next calendar year.

Annual individual or family membership dues shall be paid by the end of the membership meeting in January for the rest of the same year. Family is defined as: children under 18 years of age and/or a spouse living at the GFWC member's residence.

Grandparents that are members may bring grandchildren to scheduled events or activities if their names are recorded below the grandparent on

the sign-up sheet and any special requirements for the event have been met.

ARTICLE V Board of Coordinators

SECTION 1. All Board members not Officers of GFWC shall be considered Coordinators at Large. The number of Coordinators at large shall never be less than four.

SECTION 2. Coordinators shall be members elected by the membership who have accepted additional responsibility to promote the mission and goals of the GFWC. The GFWC is committed to a policy of fair representation on the Board of Directors, which does not discriminate based on race, physical handicap, sex, color, religion, sexual orientation, or age.

Any member willing to serve on the GFWC Board shall submit their name in writing to the GFWC President, no later than September 1st.

SECTION 3. During the September Board of Coordinators meeting the Board shall prepare a slate of prospective board members. This slate of proposed coordinators shall be presented to the members for vote at the October membership meeting for approval. GFWC Coordinators will be elected by a majority vote of the members present. Should the slate of directors not be approved by the members, the GFWC President shall call a meeting of all existing coordinators within two weeks, the purpose of which will be to prepare a new slate of coordinators to be presented to the members at the next membership meeting. This action shall be repeated until a slate is approved by a majority of members present.

SECTION 4. All coordinators shall be elected for a period of two years which shall begin at the first board meeting of the following calendar year. Fifty (50%) percent of the Board of Coordinators shall be replaced every other year to provide continuity.

SECTION 5. When a Coordinator resigns, is removed, or can no longer serve, the Board may elect a Coordinator to serve for the duration of the unexpired term.

SECTION 6. Any Coordinator may be removed from the Board of Coordinators by an affirmative vote of the majority of Coordinators present at an official meeting of the Board. The Coordinator involved will be given an opportunity to be present and to be heard at the meeting at which his or her removal is considered.

SECTION 7. Coordinators serve on a completely voluntary basis. They do not receive any compensation or remuneration for their time or services, however, they shall be reimbursed for any expenses encountered in the performance of their duties such as purchasing refreshments, door prizes, postage, trophies, etc. provided a receipt/invoice is submitted to the Treasurer for payment. Expense remuneration requests in excess of \$100 shall require Board of Coordinators approval.

SECTION 8. The express intention of the GFWC and its membership is that no Coordinator shall have any legal liability because of actions or events that occur involving the GFWC.

SECTION 9. Coordinators at Large shall be assigned or take responsibility for any of the following GFWC duties including, but not limited to:

- Event Activities
- Information/Technology
- Name Tags
- Setup/Tear Down
- Audio/Visual

- Advertising/Media
- Oxygen/Temperature Collection
- Door Prize
- Other Activities as Needed

SECTION 10. To be eligible for nomination to the Board of Coordinators or an Officer, a member must:

(a) Have been a member for at least six months. (b) Have attended the majority of membership meetings the previous year. (c) Have shown an active interest in all club activities.

Article VI Meeting of the Board of Coordinators

SECTION 1. An annual meeting of the Board of Coordinators will be held in November of each year for the purpose of ratifying/recognizing new Coordinators elected by the membership. In addition to its annual meeting, the Board of Coordinators will hold regular meetings at such places as may be designated in the notice of the meeting.

SECTION 2. Special meetings of the Board of Coordinators may be called at any time by the President of the GFWC or in his or her absence by the Vice-President or upon the receipt of a request signed by three or more Coordinators to the President (or Vice-President in President's absence).

SECTION 3. Notice of special purpose Board meetings shall be emailed at least three days prior to the day such meeting is to be held. Only the published purpose may be discussed or voted on at this meeting. Any Coordinator of the GFWC may make written waiver of notice before or at the meeting. The waiver will be filed with the person who has been designed to act as the secretary of the meeting; this person will enter it in

the record of the meeting. Appearance at a meeting is deemed a waiver unless the Coordinator attends for the express purpose of asserting the illegality of the meeting.

SECTION 4. At all meetings of the Board of Coordinators, each Coordinator present will be entitled to cast one vote on any motion coming before the meeting. The presence of a majority of the elected Board members will constitute a quorum at any meeting.

SECTION 5. At a meeting at which there is a quorum present, a simple majority affirmative vote of the Coordinators present is required to pass a motion before the Board.

SECTION 6. Proxy voting will not be permitted.

SECTION 7. Robert's Rules of Order will be the authority for all questions or procedure at any meetings of the GFWC.

ARTICLE VII OFFICERS

SECTION 1. The number of Officers of the GFWC shall never be less than four.

SECTION 2. Officers shall be Coordinators in good standing, elected by the Board of Coordinators, who have accepted leadership responsibilities to ensure the success of the GFWC. The initial cadre of Officers will be appointed by the GFWC President subsequent Officers will be elected for 2 years by the Board of Coordinators

SECTION 3. Elections of Officers shall occur at the November Board of Coordinators meeting. Before elections occur, any Coordinator willing to serve as an Officer where a term is up or vacancy, shall submit their name. GFWC Officers shall be elected by a majority vote of the Coordinators present. If there is not a quorum during the election or if an Officer vacancy still exists, the GFWC President shall call a special meeting of all existing Coordinators within two weeks, the purpose of

which will be to gather a quorum of Coordinators and elect an Officer(s). This action shall be repeated until all Officers positions are filled.

SECTION 4. All Officers shall be elected for a period of two years which shall begin at the first board meeting of the following calendar year.

SECTION 5. When an Officer resigns, is removed, or can no longer serve, during the next Board of Coordinators meeting, there shall be discussion and, if supported, an election of a Coordinator to serve as the Officer vacancy for the duration of the unexpired term.

SECTION 6. Any Officer may be removed by an affirmative vote of the majority of Coordinators present at an official meeting of the Board. The Officer involved will be given an opportunity to be present and to be heard at the meeting at which his or her removal is considered.

SECTION 7. Officers serve on a completely voluntary basis. They do not receive any compensation or remuneration for their time or services, however, they shall be reimbursed for any expenses encountered in the performance of their duties such as purchasing refreshments, door prizes, postage, trophies, etc. provided a receipt/invoice is submitted to the Treasurer for payment. Expense remuneration requests in excess of \$100 shall require the GFWC President's approval.

SECTION 8. The express intention of the GFWC Board and its membership is that no Officer shall have any legal liability because of actions or events that occur involving the GFWC.

SECTION 9. A general outline of their responsibilities, in addition to overall corporate governance, are as follows:

- President – Preside over all meetings and supervise the affairs of the organization. He/she shall act as the official representative of

the club and sign all official documents. He/she is the single point for all strategic issues of the GFWC.

- Vice President – Assist the President and perform the duties of the President in his/her absence. Chair all special committee meetings formed at the request of the President. Responsible for all fundraising activities.
- Secretary – Prepare, sign and forward to the President for signature's official documents. The Secretary shall have charge of all papers and documents of the organization. Record minutes of all regular club meetings and Board of Director meetings. The Treasurer's Report will be included as an attachment to the regular meeting minutes.
- Treasurer – Maintain accurate financial records of the club subject to audit with minimal notice. This includes all records of monies received and paid out. Maintain and use a club bank account. Provide periodic oversight of the Door Prize Coordinator's financial records. Ensure the GFWC President and one Vice President have signed a bank authorization card for check signature in the event of Treasurer's absence. Make regular payment for incidental expenses and all expenses authorized by the Board of Coordinators and keep Board of Coordinators informed of financial status. Receive club mail. Maintain an up-to-date club mailing address and file annual IRS and State of Arkansas documents. Purchase (or delegate purchase) of all door prizes and handle all printing requirements (envelopes, stationery, printing costs, etc.). Prepare and distribute monthly Board meeting, quarterly and annual financial statements. Maintain the current

membership list and distribute to Board members handling email and name tags as required.

ARTICLE VIII Membership Meetings

SECTION 1. Typically there will be 10 regular club membership meetings per year (one per month, January through October) unless an unusual circumstance should occur as deemed by president (such as bad weather or local/national emergency).

SECTION 2. Regular meetings shall normally be held on the fourth Monday of a month at a location that is published via email, radio and in the local print newspaper. Meetings are intended to start at 6:00 P.M. but changes in both location and time are anticipated from time to time. The changes will be approved by the Board of Coordinators and published to the general public and membership as previously discussed.

SECTION 3. A special purpose membership meeting may be called by the President at any time deemed necessary, provided emailed notification of same be given to all members at least five days prior to such special meeting. Only the published purpose may be discussed or voted on at this meeting.

ARTICLE IX Miscellaneous

SECTION 1. The Board of Directors may authorize any officer or officers, agent or agents of the GFWC, in addition to the officers so authorized by these laws, to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, the GFWC. Such authority may be general or confined to specific instances.

SECTION 2. All checks, drafts, and other orders for payment of funds will be signed by such officers or such other persons as the Board of Coordinators may from time to time designate. All checks, drafts and other orders for payment of funds in excess of two hundred (\$200) will

require two signatures. All documents binding the GFWC will require two signatures.

SECTION 3. The GFWC will keep correct and complete books and records of accounts and will also keep minutes of the proceedings of its members, Board of Coordinators, and committees having any of the authority of the Board of Coordinators; and it will keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the GFWC may be inspected by any member or their agent or attorney for any proper purpose and during any reasonable time.

SECTION 4. The fiscal year for the GFWC will be January 1st through December 31st.

ARTICLE X Removal of Membership

SECTION 1. A member shall be dropped from membership in the club for the following:

1. Failure to pay dues.
2. Coming to a club meeting or club function under the influence of alcohol or drugs to the extent of disrupting the members and said function, that person shall be asked to leave. If this situation presents itself two times in a one-year period, that member shall be terminated permanently from GFWC membership.
3. Any member, who at a club meeting or club function presents total unsportsmanlike conduct, as deemed by the club president or vice president in the president's absence, shall be asked to leave said meeting or club function. If this situation presents itself two times in a one-year period, that member's GFWC membership will be terminated permanently.

ARTICLE XI Amending these Bylaws

SECTION 1. A proposal to amend these Bylaws may be proposed by any active club member, in writing, to the Board of Coordinators. Said proposal shall follow Robert's Rules of Order. Once moved and if supported, will be discussed and voted on at the next Board of Coordinators meeting and must pass by a 2/3 vote of all the Directors.

SECTION 2. If passed by the Board of Coordinators, the proposed amendment shall be published via e-mail and voted on at the next regular club meeting. Passage of the amendment requires a 2/3 majority vote of the members present.

SECTION 3. These Articles and any amendments to the Articles shall be recorded by the Secretary and held in the archives of the club.

SECTION 4. In ARTICLE V, Sections 1 and 2, the titles of the Board of Directors and their duties may change in the future. Because this is only an administrative change, no amendment to the Articles are necessary, however, any changes to these Sections must be approved by the membership by a majority vote.

ARTICLE XII Committees

Section 1. The Board of Coordinators shall have the right to establish one or more committees made up of current club members.

- A committee must have a specified purpose and duration.
- A committee must be approved by a majority of the Board of Coordinators.
- There must be at least one active board member on each committee.

APPROVED BY THE BOARD OF DIRECTORS: Effective

Date: _____

MARTIN J SIEROCKI, President

JAMES CHITKO, President
