



SHKFC Constitution and By-Laws

The following Constitution and By-Laws were adopted by a majority vote of those members present at a meeting held October 19th, 2017.

Constitution

Article I: Name

The Club shall be called South Houston Kayak Fishing Club (SHKFC) and shall operate as a non-profit organization in category 501(c)(7), "Social and Recreation Club".

Article II: Object

As a recreational organization, the Club's objectives shall be to:

1) Promote camaraderie and fun, 2) support safe and legal fishing from a kayak, and 3) advocate marine resource conservation

Article III: Membership

Section 1: Age

Any person over the age of twelve (12) years who fishes from a canoe or kayak may become a member of the SHKFC by complying with provisions specified in the By-Laws. Those members age eighteen (18) years or older are eligible to vote and to hold office.

Section 2: Honorary Membership

Any person over the age of twelve (12) years who the Club desires to honor may be elected an Honorary Member by a majority vote of the members present at any regular meeting. Honorary Members will enjoy for the current year the same privileges as regular members except for voting and holding office. Tournament entry fees would still be due and in effect for any tournaments / events entered.

Section 3: Honorary Life Membership

A member who has performed truly outstanding service for the Club may be granted an Honorary Life Member by a two-thirds ($\frac{2}{3}$) vote of the members present at any regular meeting. Honorary Life Members will enjoy for life the same privileges as regular members. Tournament entry fees would still be due and in effect for any tournaments / events entered.

Article IV: Officers

The Officers shall make the decisions required for operation of the Club, subject to review by the Board of Directors and membership. The Officers of the Club will be President, Vice President, Secretary and Treasurer.

Section 1: Nominations

Nominations for Officers of the Club shall be made as provided in the By-Laws.

Section 2: Election

The Officers of the Club shall be elected annually by majority vote of the members present.

Section 3: Term of Office

The term of office of each Officer shall be one year.

Section 4: Vacancy

In the event of a vacancy occurring in any office, the vacancy shall be made known, and a successor for the remaining term of office shall be elected at the next meeting of the Club.

Section 4: Compensation

Officers shall receive no financial compensation, no decrease in membership dues and no other increased benefit of the club.

Article V: Board of Directors

The Board of Directors shall be the policy making body of the Club, with the recommended policies being subject to the approval of the membership. Club Officers plus the Past President and Webmaster of the club will constitute the Board of Directors, each having one vote.

Section 1: Authority

The Board of Directors will be authorized to make any and all routine decisions in the best interest of the organization. Routine decisions include, but are not limited to:

1. Appointment of forum moderators
2. Any and all expenditures directly related to a hosted event or the promotion of the Club Goals stated in Article II.
3. Contracts with sponsors and other organizations.
4. Interpretation of the SHKFC Bylaws and Constitution

Any decisions that are not deemed as “routine” by majority vote of the Board of Directors, shall first be approved by a majority vote of the Board of Directors, and then be submitted for review and approval of the general membership.

Section 2: Director

The Club President will serve as Director of the Board.

Section 3: Past President

The outgoing President will fill the Past President seat on the Board of Directors.

Section 4: Webmaster

The Webmaster shall be appointed as needed by the Board of Directors.

Section 5: Compensation

Directors will receive no financial compensation.

Article VI: Quorum

Section 1: Membership Quorum

A quorum for the transaction of business at a members meeting, including election of officers, shall consist of ten percent (10%) of the voting membership.

Section 2: Board of Directors Quorum

A quorum for the transaction of business at a Board of Directors meeting shall consist of four (4) Board Members.

Article VII: Removal and Expulsions

Any Officer or Board Member may be removed from office and any Member of the Club may be expelled from the Club, for cause, in the manner prescribed in the By-Laws.

Article VIII: Amendments

The Constitution and By-Laws of the Club may be amended by two-thirds ($\frac{2}{3}$) vote of the members present at a Regular Meeting or Special Meeting provided that the proposed amendment has been distributed via email to Members at least two weeks before being voted upon. The Constitution and By-Laws, when amended, shall be revised and re-posted on the Club Website.

Article IX: Enacting Clause

This Constitution shall take effect October 19th, 2017 replacing all previous Constitutions.

By-Laws

Article I: Membership Applications

Application for membership shall be made to the Treasurer on a form provided for that purpose accompanied by the annual dues and a signed waiver of liability.

Article II: Membership Fees

Annual dues: Annual dues shall be set by the Membership Dues Policy. This policy is to be created by the Board of Directors and voted on by the Members during the first meeting of the calendar year.

Article III: Meetings

Section 1: Regular Meetings

There shall be a quarterly Regular Meeting, to be held on the third Thursday of the first month of the new quarter at an appropriate location designated by the Board of Directors, unless otherwise directed by the membership.

Section 2: Special Meetings

The President shall call Special Meetings at the discretion of the Board of Directors. Notice of Special Meetings shall be sent via email to Members at least two (2) weeks in advance of the meeting date. No business shall be transacted at a Special Meeting except that for which notice is given.

Section 3: Order of Business

The order of business at all meetings shall be in accordance with Robert's Rules of Order Newly Revised.

Article IV: Elections

Section 1: Officer Elections

The President, Vice President, Secretary and Treasurer shall be elected at the December Meeting and shall hold office for one year beginning with the first meeting of the following year.

Section 2: Nomination

Candidates for all elected offices shall be nominated during the October Meeting with additional floor nominations accepted at the time of election. All nominations shall be made by the following methods:

- a. by a special nomination committee consisting of three (3) Members, including no more than two Board members, appointed by the Board of Directors to nominate a slate of qualified candidates for each office to be filled or
- a. by nomination made from the floor by a Member and seconded by any other Member.

Section 3: Voting

Voting shall be by show of hands for each candidate. Election shall require affirmative votes from a majority of members present. Members must be present to vote. Robert's Rules of Order Newly Revised shall govern the elections.

Section 4: Vacancies

Nominations to fill the unexpired term of a vacant office shall be made from the floor of the Meeting at which the election to fill the vacant office is held after announcing the election via email to Members at least two weeks in advance. Voting shall be conducted as described in Section 3 above.

Article V: Duties

Section 1: President

It shall be the duty of the President:

- a. To preside at meetings and conduct them in accordance with Robert's Rules of Order Newly Revised.
- a. To fill vacancies.
- b. To appoint various committees as necessary.

Section 2: Vice President

It shall be the duty of the Vice President:

- a. To be responsible for a program at Regular Meetings.
- a. To assist the President in the discharge of his/her duties.
- b. To preside in the absence of the President.
- c. To ensure the documents of incorporation of the Club are kept current.

Section 3: Secretary

It shall be the duty of the Secretary:

- a. To keep a log of proceedings of the Club Meetings.
- a. To maintain custody of all reports and documents connected with the Club.
- b. To keep a current and correct Membership roster.
- c. To conduct the Club Correspondence.

Section 4: Treasurer

It shall be the duty of the Treasurer:

- a. To collect all monies due, to have charge of the funds of the Club, and to keep a correct record and account of all monies received and paid out.
- a. To deposit the funds of the Club, in the name of the Club, in a depository or depositories approved by the Board of Directors.
- b. To present at each Regular Meeting a report stating the financial condition of the Club.
- c. To present a written annual financial statement for the prior calendar year at the first Regular Meeting of the year.
- d. To ensure all proper state and federal tax filings are completed on time.

Section 5: Past President

Upon the new President taking office, the outgoing President shall serve as Past President on the Board of Directors for a period of one year. It shall be the duty of the Past President:

- a. To provide guidance and consultation to the President and Board of Directors.
- a. To preside in the absence of both the President and Vice President.

Section 6: Webmaster

It shall be the duty of the Webmaster:

- a. To maintain the Club Website as directed by the Board of Directors.

Article VI: Operating Fund

Funds in excess of one hundred dollars (\$100) shall be deposited by the Treasurer in a depository approved by the Board of Directors. These funds shall be the Operating Fund of the Club. Funds less than one hundred dollars (\$100) may be kept as cash on hand to meet minor expenses.

Article VII: Expulsions

If any member is charged with improper conduct or with violating the provisions of the Constitution or By-Laws of the Club, such charges shall be brought before the Board of Directors for review. If such charges are found to have sufficient weight, the Secretary shall notify the member of the charges at least one week before the next meeting of the Club. The Member shall be required to appear at such meeting and show just-cause why he/she should not be censured, deprived of the privileges of the Club, or expelled from membership in the Club. If the Member fails to appear at such meeting or is found guilty of the charge, the Member shall, upon a majority vote of the Members present, be censured, be deprived of the privileges of the Club, or be expelled from membership in the Club.

Article VIII: Club Termination

In the event of termination of the Club any remaining Club funds and assets shall be dispersed to a charitable organization selected by a majority decision of the Board of Directors.

Article IX: Enacting Clause

These By-Laws shall take effect October 19th, 2017 replacing all previous By-Laws.