

Bayou Haystackers Paddling Club Bylaws

Article I – Name

The name of this organization shall be the Bayou Haystackers Paddling Club, hereinafter referred to in these Bylaws as the “Paddling Club.”

Article II – Mission

The mission of the Paddling Club is to foster and promote paddlesports, to bring together paddlers for fellowship, education and safety and to act together toward the preservation and respect for all natural resources.

Article III – Membership and Dues

Section 1. Membership

A person may become a member of the Paddling Club, subject to compliance with these Bylaws and the Paddling Club’s Outings Policy, upon completion of the membership application and payment of annual dues (hereinafter “member in good standing”). People residing at the same residence shall be entitled to a family membership.

Section 2. Annual Membership

Membership in the Paddling Club shall be for one (1) year commencing on January 1 of each calendar year. To be considered a full application, the dues, membership application and signed waiver must be received by the Treasurer. New members which join the Paddling Club after September 30 of each calendar year shall be considered full members through the following calendar year. New members which join before September 30 shall have to renew their memberships in January.

Section 3. Dues

The Executive Committee shall establish Paddling Club dues, which will be effective after approval by a two-thirds (2/3rds) vote of the Paddling Club membership at a General Membership meeting. Paddling Club membership shall be notified at least thirty (30) days prior to the General Membership meeting at which a vote will be taken.

Section 4. Termination of Membership

Membership may be terminated for any member who fails to comply with these Bylaws or the Paddling Club’s Outings Policy.

Procedure for termination will be as follows:

- a. The member shall be afforded a hearing before the Executive Committee.
- b. The Executive Committee, by an affirmative vote of two-thirds (2/3rds) of all the members of the Executive Committee, shall recommend termination of membership.
- c. Upon recommendation of termination by the Executive Committee, a member shall be afforded a hearing before the general membership of the Paddling Club.
- d. The general membership, by an affirmative vote of two-thirds (2/3rds) of the general membership, shall terminate the membership.

Article IV – Officers and Their Election

Section 1. Officers

The officers of the Paddling Club shall be a President, Vice President, Secretary and Treasurer. The immediate past President shall serve as an honorary, non-voting member of the Executive Committee in an advisory capacity. Additionally, the Paddling Club shall have five (5) Executive Committee Members.

The officers and Executive Committee Members of the Paddling Club shall be elected by ballot annually at the last General Membership meeting of the year, or the event known as Paddlefest, whichever is decided by the Executive Committee.

The term of office for all officers and Executive Committee Members shall be one (1) year, commencing January 1st and ending December 31st. No officer or At Large Executive Committee Member may serve in the same office for more than two (2) consecutive terms. In the absence of a qualified candidate, the person holding the office shall remain in that position, should they so desire. Otherwise, the position will remain vacant until such time as someone steps forward to assume that position and is elected by the general membership.

Section 2. Nominations and Elections

Sixty (60) days prior to the last General Membership meeting of the year, three (3) volunteer members shall comprise the Nominating Committee. The Nominating Committee shall designate one of its members to serve as the chairperson. Members of the Nominating Committee are not disqualified from being nominated for any of the offices to be filled.

The Nominating Committee shall nominate at least one (1) eligible person for each office to be filled and for the five (5) Executive Committee positions. The Nominating Committee shall report its nominees at least one week in advance of Paddlefest or the General Membership meeting intended to serve as the meeting to elect officers and Executive Committee members. Additional nominations may be made from the floor at the general election. If there is only one nominee for each elected position during the general membership meeting to elected officers and Executive Committee members, those positions shall be considered filled and no further action will be necessary. Officers and Executive Committee members will begin fulfilling their positions and roles on January 1 as described above.

Section 3. Removal from Office

Any member of the Paddling Club may recommend removing from office any officer or other Executive Committee member for improper conduct, non-performance of duties and/or willful violation of the Bylaws and Outings Policy.

Procedure for removal from office will be as follows:

- a. The officer or other Executive Committee member shall be afforded a hearing before the Executive Committee.
- b. The Executive Committee, by an affirmative vote of two-thirds (2/3rds) of all the members of the Executive Committee, shall recommend removal from office.
- c. Upon recommendation of removal from office by the Executive Committee, a member shall be afforded a hearing before the general membership of the Paddling Club.
- d. The general membership, by an affirmative vote of two-thirds (2/3rds) of a quorum of the general membership, shall remove the person from office.

Section 4. Vacancies

In the event of a vacancy because of death, resignation, removal from office, disqualification or otherwise, the Executive Committee shall appoint an interim officer to serve until the members elect a new officer at the next General Membership meeting, where nominations may be made from the floor.

A statement announcing the vacancy shall immediately be prepared by the President for publication in the Paddling Club's newsletter and on the Paddling Club's website before the General Membership meeting at which the vote is taken.

Section 5. Duties of Officers

- a. President – The President shall preside at all General Membership and Executive Committee meetings of the Paddling Club. The President shall be the principal executive officer of the Paddling Club. He/she shall appoint all committee chairpersons subject to the approval of the Executive Committee. The President shall coordinate the work of the officers and committees of the Paddling Club in order that the mission of the Paddling Club may be fulfilled. The President and the Treasurer are authorized to expend up to \$100

of club funds, without approval of the Officers or Executive Committee, if they have coordinated with each other and have email approval for such purchases.

- b. Vice President – The Vice President, in the absence or inability of the President to serve, shall perform all the duties of the President. He/she shall also perform all such other tasks as may be assigned him or her by the President or by the Executive Committee.
- c. Secretary – The Secretary shall keep the minutes of the General Membership and Executive Committee meetings, provide a copy of the minutes to the President for his/her records, provide the webmaster a draft copy of the minutes for publication on the Paddling Club’s website in the “Members Only” section, keep current lists of all standing and ad hoc committee members, see that notices of all meetings are duly given in accordance with the provisions of these Bylaws, be custodian of the Paddling Club’s records and perform all duties incumbent to the office of Secretary including such other duties as from time to time may be assigned to him/her by the President or by the Executive Committee.
- d. Treasurer – The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Paddling Club, keep a full and accurate account of receipts and expenditures, make disbursements for budgeted expenditures upon presentation of invoices or receipts and make disbursements for non-budgeted expenditures based on a cap set by the Executive Committee. He/she shall present a financial statement at all meetings of the Paddling Club as directed by the President and provide summaries periodically for publication of the membership roster at least annually on the Paddling Club’s website in the “Members Only” section, maintain the membership roster and provide for publication on the Paddling Club’s website in the “Members Only” section, assume responsibility for Paddling Club memorabilia and perform all duties incident to the office of Treasurer including such other duties as from time to time may be assigned to him/her by the President or by the Executive Committee. The President and the Treasurer are authorized to expend up to \$100 of club funds, without approval of the Officers or Executive Committee, if they have coordinated with each other and have email approval for such purchases.

Article V – The Executive Committee

Section 1. The Executive Committee shall manage the affairs of the Paddling Club. This committee shall consist of the elected officers and five (5) elected At Large Executive Committee Members.

Section 2. Duties of the Executive Committee:

- a. Participation in all General Membership meetings. Oversight and approval of all Paddling Club expenditures and activities.
- d. Perform other duties, as needed, to provide for the orderly conduct of the Paddling Club’s business and activities.

Article VI – Committees

The Executive Committee shall create ad hoc committees as needed. These committees shall develop and present to the Executive Committee for its approval a proposed plan for carrying out the ad hoc committees’ assigned task and a budget proposal, if requested, projecting revenues and expenses. All committees shall make regular reports to the general membership or special reports as ordered by the President.

Article VII– Meetings

Section 1. General Membership

The general membership of the Paddling Club shall hold meetings as scheduled by the Executive Committee. Teleconference meetings can be considered a general membership meeting as long as they are announced in advance to the entire club at least one two weeks prior to the teleconference and at that time an agenda is provided to all members of the Paddling Club.

Fifteen (15) members in good standing and at least eighteen (18) years of age shall constitute a quorum for the transaction of business at General Membership meetings of the Paddling Club.

General Membership meetings shall consist of scheduled educational and entertaining programs and/or Paddling Club business, as necessary.

Section 2. Executive Committee

Regular meetings of the Executive Committee shall be held at least four times a year. Such meetings may be in conjunction with General Membership meetings as scheduled by the Executive Committee.

A majority of the Executive Committee shall constitute a quorum. Motions will be passed by a simple majority of the entire Executive Committee.

Executive Committee meetings shall be for conducting and managing the affairs of the Paddling Club.

To facilitate the management of the Clubs business, decisions pertaining to issues under the purview of the Executive Committee may be made via email (in lieu of scheduling an Executive Committee meeting), as long as at least 75% of the Executive Committee have responded affirmatively to the decision. Such email actions shall be recorded on the Club's web site in the "Members Only" section. Such actions, if they pertain to Bylaws, will have to be approved during the next scheduled General Membership meeting.

Section 3. Voting

Each member in good standing and who is at least eighteen (18) years of age shall be entitled to one (1) vote on all issues submitted to a vote of the members. Unless specified otherwise in these Bylaws, motions and other business shall be passed by a simple majority vote.

Section 5. Special Meetings

- a. Special General Membership meetings may be called by the President or Executive Committee upon ten (10) days notice by electronic mail prior to the meeting.
- b. Special Executive Committee meetings may be called by the President or Executive Committee as needed.

Section 6. Meeting Protocols

The guidelines set forth in *Robert's Rules of Order* shall be used to conduct all meetings and settle procedural disputes.

Article VIII — Amendments and Revisions

The Paddling Club's Bylaws may be amended and/or revised by a two-thirds (2/3rds) vote of members in good standing at any General Membership meeting of the Paddling Club. Proposed amendments and/or revisions to the Paddling Club's Bylaws shall be published in the Paddling Club's newsletter at least thirty (30) days prior to the meeting at which a vote is taken.

Article IX — Records and Reports

Section 1. The Paddling Club shall keep correct and complete records of accounts and shall also keep minutes of the proceedings of its General Membership and Executive Committee meetings. All records and financial reports of the Paddling Club may be inspected by any member upon request at any reasonable time.

Section 2. The Paddling Club shall furnish to any member a financial statement upon request and it will also publish at least annually a current membership record giving the names and addresses of the members.

Article X — Dissolution

Section 1. Upon dissolution of the Paddling Club, after all outstanding expenses are paid, all assets shall be distributed to one or more non-profit conservation related organizations or projects selected by the Executive Committee.