

## **By-Laws** (Proposed Revision)

(Effective 1/1/2017)

### ARTICLE 1— NAME AND LOCATION

The name of the organization shall be The Punta Gorda Isles Fishing Club (hereinafter referred to as the Club), located at 2001 Shreve Street. Punta Gorda, Florida 33950.

### ARTICLE 2 — PURPOSE

To develop a means of sharing information and improving skills, to promote friendship and competitive camaraderie among the members, to provide community services and to serve as a constructive voice in aquatic affairs.

### ARTICLE 3 — MEMBERSHIP

3.1 Voting members — anyone who is a paid member of the Club and in attendance at the time and place of voting shall be entitled to one vote. One household shall consist of not more than two adult members

3.2 To qualify for membership each applicant must be a member in good standing of the PGI Civic Association

3.3 All applicants shall agree that use of the Club insignia and any wording denoting membership in the Club is loaned and remains the property of the Club and such insignia must be returned and use of the Club name be discontinued if membership is terminated. This does not apply to items purchased or received as awards while a member of the Club.

### ARTICLE 4 — MEETINGS

4.1 The annual awards meeting of the Club shall be held in January of the following year.

4.2 Regular monthly meetings shall be held on the 2nd Tuesday of each month at the PGI Civic Association Center unless such time and place shall be changed by majority ruling of the Board of Directors and the membership is notified in advance via email or newsletter.

4.3 The Board of Directors shall meet once a month.

4.4 Special meetings of the Board of Directors may be called by the President or in his/her absence, by the Vice President, or upon written request of any member of the Board of Directors.

### ARTICLE 5 — BOARD OF DIRECTORS

5.1 The Board of Directors (also referred to as the Board) shall consist of fourteen (14) members: four Officers (President, Vice President, Secretary, and Treasurer), the Past President, and Committee Chairpersons consisting of Editor, Advertising, Membership, Social,

Fishing Events, Record Keeper, Ladies Liaison, Web Master, and CMAC representative. The Committee Chairpersons are appointed by the President at the January board meeting and approved by the Officers. The approved Committee Chairpersons must then be approved by the general membership at the January general membership meeting.

5.2 A Board member may be removed by a majority of the voting Board members present at a regular Board meeting, after an explanatory written statement is served on the Board member and he/she has 14 days to provide a written response to be served on the President. The Board member may explain his/her position to the other members of the Board prior to the vote.

5.3 Any Board member, will automatically be removed if there are three unexcused absences from Board meetings. The President will determine what an excusable absence is for the current year.

5.3.1 The Board will appoint a replacement member should a Board position become open for any reason (resignation, termination, illness, unexcused absence, etc.) The replacement Board member will serve the remainder of the current year.

5.4 TERMS OF OFFICE: Officers are elected by the general membership for a term of one year. The Committee Chairpersons on the Board must be approved annually by the full membership. Ideally, for purposes of continuity, Board members are encouraged to serve more than one year, but must be re-elected or re-appointed annually for their particular position.

#### 5.5 POWER AND DUTIES OF THE BOARD:

5.5.1 To direct the activities of the Club and guide the Officers in the management of the Club.

5.5.2 To receive and act upon information received from its committees

5.5.3 To coordinate programs and the business agenda for meetings.

5.5.4 To levy assessments and/or change dues with the consent of the majority of voting members pursuant to Article 7.

#### ARTICLE 6 — ELECTION OF OFFICERS

6.1 The President will appoint a Nominating Committee at the June meeting. This Committee will make a list of nominations to cover all Board positions to be filled for the following year and shall present this list of nominations at the September membership meeting, if possible, but not later than the October membership meeting. At that time the President will call for nominations from the floor. The list of candidates will be submitted to the membership by email transmission prior to the November membership meeting.

6.2 Voting for all positions will be at the November membership meeting. Positions that have more than one candidate will be by ballot and the candidates having the highest votes will be

elected. In the event there is only one candidate for any position, voting will be by voice vote for that position.

6.3 Should a vacancy occur among the Board, the Board shall elect, within 30 days, a successor for the remainder of the year.

#### ARTICLE 7 — QUORUM AND VOTING

7.1 Board Meetings: The Board must have fifty percent (50%) members present for a quorum and voting on issues require a simple majority of the members present. Membership Meetings: Approval of any matter requiring a vote by the members, except changes to the Club By-Laws or changes in Dues require a simple majority of the voting members present.

7.2 Approval of changes to the Club By-Laws or changes in Dues by the membership will require a quorum of ten percent of paid members. Two thirds of paid members, present at the meeting, are required to approve all By-Laws revisions. For this purpose, there are no more than two paid members per household, pursuant to Article 3.1.

#### ARTICLE 8 – DUES

8.1 Dues are payable prior to January 1, for the following calendar year ending December 31. If not paid prior to the March meeting there will be a loss of membership privileges.

8.2 The annual dues for a family household membership shall periodically be reviewed by the Board to assess any needed changes for the continued successful operation of the Club. Any Board recommended changes in dues must be approved by the membership in accordance with the voting requirements for changing the Club's By-Laws.

8.3 No refunds of dues shall be made to any member who resigns from, is expelled from, or otherwise leaves the Club.

8.4 New members joining the Club after September 15th shall be considered paid members for the following year.

#### ARTICLE 9 — DUTIES OF OFFICERS

9.1 PRESIDENT: The President shall call all meetings provided for in the By-Laws and shall preside at all meetings of the Club and the Board. The President shall appoint committee Chairpersons and/or committees in accordance with Article 13, and be an ex-officio member of all committees. The President shall furnish all Club information to be made public, including the writing and submitting of the Club's monthly column to the PGI Civic Association Commentator and the PGICA Website Host where appropriate.

9.1.1 PAST PRESIDENT: The Past President is asked to accept the position of Past President for a period of one year upon retiring from the office of president. He is expected to assist the new President in assuming the duties of the office. Should the Past President be unable or unwilling to perform these duties at any time during the year, Past President will resign and will not be replaced.

9.2 VICE PRESIDENT: The Vice President shall perform the duties and exercise the power of the President during the absence of the President. The Vice President shall present a fishing report at each general membership meeting utilizing information from reliable sources. The Vice President will also perform other duties at the request of the President. In the absence of the Vice President, the Fishing Events Director will perform the duties of the Vice President at monthly meetings. The Vice President is responsible for getting speakers for each meeting.

9.3 SECRETARY: The Secretary shall keep the minutes of all proceedings of the Club and of its Board of Directors and make a proper record of same. The Secretary shall maintain the master copies of all official documents of the Club (i.e. official changes of Fishing Tournament and Contests, By-Laws, minutes etc.) These documents should be kept on a thumb drive or the cloud where there is access by the Secretary and President.

9.4 TREASURER: The Treasurer shall receive and have in charge all monies and valuables belonging to the Club. The Treasurer shall disburse the funds or otherwise deal with the property of the Club, as shall be ordered by the Board.

9.4.1 Upon request, the President or his/her designee shall be given access to all financial records.

9.4.2 The Treasurer shall request, approve and monitor annual operating budgets from Board members to maintain Club solvency, and if possible, a positive balance at the end of each year.

9.4.3 On the expiration of the term, the Treasurer shall turn over all money and financial records of the Club to the successor.

9.4.4. The club assets will be distributed to officers and committee members as required but remain the property of the Club. All assets must be returned to the Treasurer when the position is vacated.

## ARTICLE 10 — BY-LAWS

By-Laws for the transaction of business of this Club may be adopted, revoked or amended at any time, with the vote in accordance with Article, 7. Members shall be provided with a copy of current By-Laws and a copy of proposed By-Laws not less than seven days prior to a vote to amend the By-laws for this purpose, email shall be considered notice.

## ARTICLE 11— ASSETS

If the objectives and purposes of the Club cannot be carried out and it is necessary to dissolve the Club, all assets of any kind shall be turned over to the Punta Gorda Isles Civic Association.

#### ARTICLE 12 — ORDER OF BUSINESS

At all business meetings of the Club, Robert's Rules of Order shall apply.

#### ARTICLE 13 — COMMITTEES

13.1 The President shall appoint all Committee Chairpersons and they shall serve for a period of all or part of the calendar year. The Chairperson may appoint additional members to the committee, as he or she deems advisable.

13.2 The Committee Chairpersons shall report to the President and to the Board if the President or the Board requests. Regular or Special Committees may be added or eliminated by the Board as deemed necessary for the welfare of the Club.

13.2.1 Nominating Committee, which consists of 3 or more members, shall present to the Board nominees for all Officers and vacant Committee Chairpersons.

#### ARTICLE 14 — TRANSPARENCY

14.1 The Club will maintain a clear transparency in all matters relating to the Club. Open disclosure of the Club's budgets, finances, general meeting minutes, board meeting minutes and other issues will be made available to any member requesting such information.

14.2 The Club exists for the stated purpose only. No communications or activities should be seen to endorse any political or commercial activity.

#### ARTICLE 15 — PRECEDENCE

Any Article of the By-Laws of the Club shall be consistent with the By-Laws of the PGI Civic Association. In the event of any conflict the By-Laws of the PGI Civic Association shall take precedence.

#### ARTICLE 16 — EFFECTIVE DATE

These By-Laws shall become effective on January 1, 2017 upon approval by the membership of the Club. The date of approval, October 11, 2016.