

# **GREAT LAKES PADDLERS CLUB BYLAWS**

## **ARTICLE I - NAME**

This club shall be known as the Great lakes Paddlers

## **ARTICLE II - OBJECT**

The object of this club shall be for the advancement, encouragement and improvement of the paddling sport, in all its phases, in the Michigan area, and the promotion and development of the high ideals and safety of the paddling sport among its members.

## **ARTICLE III – MEMBERSHIP**

1. Voting membership and access to the Great Lakes Paddlers Facebook page shall be granted to anyone upon application and payment of dues specified.
2. Upon payment of dues, the new member shall receive a current copy of these by-laws.
3. Honorary membership may be bestowed by a two-thirds vote of the members present and voting at a business meeting.

## **ARTICLE IV – DUES**

1. Dues for the year shall be per calendar year.
2. Any member who fails to pay their dues by the dues deadline of January 31 shall automatically cease to be a member.
3. Dues shall not be prorated nor refunded.
4. The Executive Board shall set the dues for each year.
5. Dues received the last quarter of the year shall be credited for the next calendar year.

## **ARTICLE V - EXECUTIVE BOARD**

1. The executive board shall consist of President, Vice President, Secretary, Treasurer, Webmaster and three (3) members at large.
2. The Executive Board shall meet at least once a month.
3. Any member of the Executive Board who misses three (3) consecutive meetings may be removed from office.
4. At any meeting of the Executive Board, four (4) members shall constitute a quorum.
5. Meetings of the Executive Board may be called by the President as he/she deems necessary, or upon request of two (2) members of the Executive Board.
6. All members of the Executive Board shall be current members of the club.

7. The term of any Executive Board member shall not exceed three (3) consecutive years.
8. The Executive Board as necessary shall appoint the Members-At-Large.
9. The Executive Board shall have the responsibility of the general direction of the Club and shall have the power to transact ordinary business involving the activities, policies and property of the Club.
10. The Executive Board is authorized to spend Club funds upon approval of a majority vote of the Executive Board.

#### **ARTICLE VI - OFFICERS**

1. All officers of the club shall be elected at the annual meeting, to serve for the period of one (1) year, beginning at the first meeting after the annual meeting. The Executive Board as necessary may fill vacancies.
2. **PRESIDENT:** He/She shall preside at meetings, enforce the laws and regulations of the Club, enforce the rules of any organization to which the Club is responsible, and carry out the will of the Executive Board. He/she may act as the spokesperson of the Club or delegate that authority. He/she shall be the ex-officio member of all committees.
3. **VICE PRESIDENT:** He/She shall substitute for the President in his/her absence and shall assist him/her in the performance of his/her duties. He/she shall coordinate and schedule all outings, clinics, trips, and events.
4. **SECRETARY:** He/She shall keep minutes of meetings, records of the club's activities, compile and edit the club's newsletter, and keep a secretary's notebook of useful information received by the club. He/She shall conduct the club's correspondence, and have and make available to any member upon request a copy of the by-laws of the club.
5. **TREASURER:** He/She shall collect dues, keep financial records, handle the funds, pay all debts and make periodic financial reports to the Club.
6. **WEBMASTER:** He/She shall maintain the club website and electronic event calendar.

#### **ARTICLE VII - COMMITTEES**

1. Standing committees may consist of: Whitewater, Quiet water, Blue water, Competition, Education, Safety, Ecology and Community Affairs. The Executive Board will appoint standing committee chairs.
2. The President may appoint temporary committees, as he/she deems necessary.
3. The President shall also appoint temporary committees as directed by a majority vote of the membership at a business meeting.

#### **ARTICLE VIII - MEETINGS AND VOTING**

1. A quorum shall consist of a simple majority of voting members present.

2. The annual election and business meeting shall be held during the first meeting in November. Written notice of the annual meeting must be mailed no less than seven (7) and no more than thirty (30) days, prior to said meeting.
3. Regular meetings shall be held each month on a date and at a place to be determined by the executive board.

#### **ARTICLE IX - GENERAL**

1. The Executive Board may institute such restrictions on Club activities and use of Club property, as it deems necessary.
2. All members shall adhere to the policies of this club and to the regulations set down by any organization to which the club is responsible.

#### **ARTICLE X - DISCIPLINE**

1. The Executive Board, after a set hearing may suspend or expel any person from membership by a majority vote for conduct detrimental to the interests of the club.

#### **ARTICLE XI**

1. To the extent permitted by law, a volunteer board member shall not be personally liable to the corporation or its members for monetary damages for breach of board member's fiduciary duty.
2. The corporation assumes all liability to any person other than the corporation or its members for all acts or omissions of a volunteer board member occurring after December 1, 1991.

#### **ARTICLE XII**

Every board member of the corporation shall be indemnified by the corporation to the full extent permitted by law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being a board member of the corporation, whether or not he is a board member at the time such expenses are incurred, except where prohibited by law. Provided that in the event of any claim for reimbursement or indemnification hereunder based upon settlement by the board member seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Executive Board (with the board member seeking reimbursement abstaining) approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such board member may be entitled.

#### **ARTICLE XIII - AMENDMENTS**

These bylaws may be amended at any business meeting of the Club by a two-thirds vote of the members present, providing written notice of the proposed change is mailed no less than seven (7) and no more than thirty (30) days prior to said meeting.

#### **ARTICLE XIV - DISSOLUTION**

In the event of dissolution of the club, any assets remaining after satisfaction of all liabilities against the organization shall be turned over to an organization having similar objectives.