

## Hole In The Wall Paddling Club Bylaws

### Section I: Name

The name of the organization is the Hole In The Wall Paddling Club. Views and practices of the Hole In The Wall Paddling Club are limited to this organization and do not reflect those of any other organization or business using the name Hole In The Wall.

### Section II: Offices

The principal office of the Hole In The Wall Paddling Club shall be located at its principal place of business or such other place as the Executive Board may designate.

### Section III: Purpose

The purposes of this club are to encourage safe kayaking, stress to members the importance of training and education in kayaking skills and safety, protect the environment and have fun.

### Section IV: Officers and Elections

The officers will be President, Vice President, Treasurer, and Secretary. One incumbent may serve in the offices of Treasurer and Secretary at the same time. Officers will be elected by a simple majority vote of the members at the October election meeting. The term of office shall be one year. All officers will assume office on the first of January following the elections. No officer shall be eligible for more than two consecutive terms for the same position. All members are eligible to hold office. In the event that no candidate receives a majority vote a second vote between the two candidates with the most votes will decide the election. The Executive Board is comprised of the roster of current officers, the chairpersons of standing committees, past presidents as voting members for the same term(s) as their successor, and other club members elected by a majority of the Executive Board. All Executive Board members' terms of office shall expire at the end of the calendar year except for continuing officers and committee chairpersons.

### Section V: Committees

Committees may be created by the Executive Board. Committee Chairpersons will be appointed by the Executive Board. Committee members may be appointed by the Executive Board or recruited by the Committee Chairperson.

## Section VI: Treasury

The Executive Board shall appoint a cosigner to the treasury. The Treasurer may make small or routine disbursements as needed to keep the club functional unless instructed otherwise by majority vote of the membership or Executive Board. The amount of such disbursements shall not exceed \$100 for any transaction unless specifically authorized by a majority vote of the membership present at a general meeting or by the Executive Board. Non-routine disbursements must be authorized by a majority vote of the membership present at a general meeting. The Treasurer shall report all expenditures and receipts since the previous general meeting at each general meeting and shall make the financial records of the club available for viewing to any member of the Club at the member's request.

## Section VII: Membership

Membership shall be open to all persons interested in furthering the purposes of the club on such terms and conditions as may be prescribed by the Executive Board and upon approval of the membership. Such terms and conditions shall be formally adopted and entered in the minutes of this corporation. Membership in this corporation is nontransferable. Any member may, however, voluntarily withdraw from the corporation by signifying his desire to do so to the Treasurer. Membership is contingent upon timely payment of the annual dues.

## Section VIII: Dues

The membership year begins the first day of January of each calendar year with dues payable in full on that date for the full annual rate. New members joining from 1 January through 30 June will pay the full annual rate. New members joining from 1 July through 31 December will pay dues for the remainder of the calendar year at the rate of one half the annual rate.

## Section IX: Membership Meetings

Regular membership meetings will be held bi-monthly. Regular meetings may be rescheduled as special meetings held in conjunction with other Club activities in accordance with the annual calendar of Club events. Special meetings may be scheduled by the Executive Board or by a majority of members present at a general meeting. At least fourteen (14) days written notice to the membership is required.

## Section X: Voting Rights

All current members have the right to vote at general meetings. Proxy voting shall be allowed by the membership and officers. A written proxy shall be delivered to the Secretary prior to the meeting designating the member who will be voting in place of the member or Officer.

## Section XI: Resolutions

All resolutions in meetings shall be passed by simple majority except amendments to the Bylaws.

## Section XII: Amendments to the Bylaws

Resolutions to amend the Bylaws may be presented by the Executive Board or by any member at any general meeting and require a two-thirds (2/3) approval of the members present and voting. The membership must be notified of the resolution, date and meeting place in writing at least fourteen (14) days before the meeting at which the resolution is to be voted upon.

## Section XIII: Parliamentary Authority

The most recent revision of Robert's Rules of Order, Revised shall be the parliamentary authority.

## Section IV: Mid-Term Replacement of Officers

In the event of an officer vacating his or her position before the end of his or her term of office the Executive Board will appoint a replacement until the next election is held.

## Section XV: Board of Trustees

The Board of Trustees shall consist of President, Vice President, Secretary, Treasurer, and two chairpersons of standing committees chosen by the Executive Board.

## Section XVI: Quorum

The quorum at any general or special meeting shall be a minimum of ten members of which at least three are members of the Executive Board. In the event that a meeting does not have a quorum, business may be advanced by means of putting resolutions to a written vote of the membership. A quorum at Executive Board meetings shall be a minimum of four voting members.

(Adopted August 26, 2005)