

# **Puget Sound Flyfishers Club**

## **Constitution and By-Laws**

Amended, August, 2014, Adopted September 11, 2014

**This organization shall be known as the Puget Sound Flyfishers Club of Tacoma, Washington.**

**Club Mission** - The mission of the Puget Sound Flyfishers Club is to promote, encourage, support, and celebrate its members and the community in the sport of fly fishing.

### **Club focus**

- \* To improve and encourage the sport of fly fishing by social, educational, and political means.
- \* To encourage fly fishing as a means of conservation and of increasing fishing opportunity.
- \* To encourage the conservation, enhancement, and quality of sport fishing.
- \* To promote both “Fellowship” and “Sportsmanship” in all aspects of Club and individual activity.
- \* To actively assist and encourage the public to become fly fishers and to adopt the Club's mission and philosophies.

## **ARTICLE I — MEMBERSHIP**

- \* All memberships will be family memberships and are good January 1st to December 31st. Family memberships can include all family members that live at the membership address. All membership households will receive a copy of all Club notices and

communications, shall be eligible to attend all meetings, participate in all Club activities, have the right to vote, hold office and to serve on committees.

## **ARTICLE II — MEETINGS OF MEMBERS**

- \* The operating and fiscal year shall be January 1st through December 31st.
- \* Membership meetings and any special called meetings are held at times and places determined by the Board of Directors.
- \* Notice of the annual membership meeting and any called special meeting is provided to voting members at least 10 days before the meetings by postal or other delivery or electronic means.
- \* Twenty percent of members in good standing shall constitute a quorum for the transaction of business at the annual meeting or special meeting.
- \* A two-thirds majority vote of the members present shall be necessary to amend or add to the bylaws of the Club or remove a Director, Officer or a general member from his office and/or the Club for cause,
- \* General meetings of the membership will be held to a minimum of 10 meetings in a calendar year, except that there will be no regularly scheduled meeting in August. Schedule to be established by the BOD.

## **ARTICLE III — BOARD OF DIRECTORS**

- \* The Board of Directors shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, Immediate Past President and three Directors.
- \* Open meetings of the Board of Directors will be held to a minimum of 10 meetings in a calendar year and will be held in addition to the regular membership meeting. There will, however, be no such meeting regularly scheduled in August. Schedule to be established by the BOD.
- \* Meetings of the Board of Directors are called by the President. A majority of Officers and Directors forms a quorum; a majority of votes is required to carry a matter where a quorum is present. Proxy voting is not permitted.
- \* The Board of Directors shall together transact the general business and policy of the Club.

### **President -**

Term of office shall be two years. The First year shall be as President and second year as Immediate Past President.

The President shall preside at all meetings of members and meetings of the Board of Directors and shall have general charge and supervision of the Club, subject to direction of the Board of Directors.

### **President-Elect -**

Term of office shall be one year.

The President-Elect is to be prepared to assume the duties of the President, if required.

The President-Elect shall perform such duties as may be assigned by the President.

### **Vice-President -**

Term of office shall be one year.

The Vice-President is to be prepared to assume the duties of the President-elect, if required.

The Vice-President shall perform such duties as may be assigned by the President.

### **Secretary -**

Term of office shall be one year.

The Secretary shall have charge of such books, documents, correspondence and papers as the Board of Directors shall determine and shall keep a record of the meetings of the Board of Directors and general membership, shall give notice as required of all meetings and shall keep a record of the Club archives, including a depository copy of the newsletter, and the current master copy of the Club constitution and Bylaws. The Secretary shall keep master copies of the Club Articles of Incorporation, and 501(c) (3) IRS filing

### **Treasurer -**

Term of office shall be two years.

The Treasurer shall have custody of all monies of the Club to be deposited in such banks as designated by the Board and to be subject to withdrawal on such conditions as the Board of Directors may designate and shall be responsible for the billing and collecting of all dues. Shall maintain the official list of members and shall keep an accurate account of all monies received and disbursed, render statements thereof, and perform such other duties incident to the office as may be prescribed by the Board of Directors.

## **Directors -**

Term of office shall be three years, with staggered terms, having one director position elected each year.

There shall be three Director positions.

## **Removal -**

A member of the Board of Directors may be removed by a three-quarters vote of the Board, with the member proposed to be removed not voting. The member is provided with advance written notice including the reason for the proposed removal, an opportunity to contest the proposed removal in writing or in person at a meeting of the Board, and final written notice of the Board's decision.

## **Article IV - Elections**

\* Only members in good standing may serve on the Board of Directors, or as a committee member.

\* Voting at membership meetings shall be in person with each voting member having a single vote.

## **Nominations -**

\* The nominating committee shall be made up of the Immediate Past President and two former Past Presidents appointed by the President. The Immediate Past President will serve as chairman and will provide in writing to the membership the Nominating Committee's slate of nominees 30 days prior to the annual meeting.

## **Election -**

\* Election of Officers and Directors shall be made by written ballot of members present at the annual meeting each year. The nominee receiving the largest number of votes for each office shall be elected.

Vacancies -

\* A vacancy in any office shall be filled by action of the Board of Directors. The appointee shall serve the remainder of the term.

**Robert's Rules of Order shall govern all business of the Club.**

