

**AHWAGA CANOE & KAYAK CLUB
BYLAWS
Adopted by the membership on March 26, 2007**

ARTICLE I

NAME AND TERRITORY

- Section 1** **Name:** The organization shall be called the Ahwaga Canoe & Kayak Club.
- Section 2** **Territory:** The club shall be domiciled in the Southern Tier section of New York State and shall be comprised of members residing in New York State, adjacent Pennsylvania, and others as they choose to participate.
- Section 3** **Address and Meeting Place:** The club address and location where meetings are held shall be determined as needed by a vote of the Executive Council.

ARTICLE II

STRUCTURE

- Section 1** **Structure:** The club shall function as a non-profit membership association comprised of an Executive Council and General Membership.

ARTICLE III

PURPOSE OR MISSION OF THE CLUB

- Section 1** The club shall provide canoe and kayak recreational opportunities for its members, including organized trips, outings, programs and services. The club may engage in safety education, paddling instruction, and be able to address issues that may seriously impact our environment or our paddling rights.

ARTICLE IV

MEMBERSHIP

- Section 1** The club shall grant membership to all adults 18 years old and older upon its acceptance of the member's application, payment of current dues, and agreement to abide by the club bylaws and operating standards. Membership shall be on a non-discriminatory basis.
- Section 2** **Membership categories:**
A. Single: Adults age 18 and older
B. Families: Adult parents and their children. Children shall have certain privileges restricted, such as eligibility for voting, holding elected positions and serving as trip leaders.
- Section 3** **Membership Privileges:** Adult members may attend all meetings, belong to committees, be eligible for nomination to all offices, participate in all activities and outings, and be eligible to lead activities, subject to meeting criteria listed in club guidelines. Adult members may vote at all club elections and all adult members may vote on club business.

Section 4 Membership Application and Approval Process:

- A. Prospective members must complete a current membership application, sign club liability waiver, and make prompt payment of dues. All applications will be subject to review and shall be kept in the custody of the Executive Council or Membership Committee.
- B. Members who intend to participate in any club sponsored water activity must also be members in good standing of the American Canoe Association. Any member who is not an ACA member but wishes to participate in a water activity must sign an ACA waiver and pay the per-event membership fee.
- C. All members must agree to wear a properly fitted and fastened PFD at any time they are on or in the water during scheduled club activities.
- D. Members are encouraged to report their ability to swim and to make activity leaders aware of special health concerns.

Section 5 Dues: Members shall pay annual club dues at a date to be set by a vote of the members, and at an amount also set by a vote of the members.

Section 6 Delinquencies: Failure to pay dues by the date set by the club shall result in suspension of membership. Membership privileges may be restored upon payment of delinquent dues.

ARTICLE V

EXECUTIVE COUNCIL

Section 1 Composition: The executive council shall consist of 7 adult members, each serving a two-year term, 4 of whom are elected in even-numbered years, and 3 elected in odd-numbered years.

Section 2 Meetings: The Executive Council, unless decided otherwise by the Council, shall meet no less than quarterly to discuss business, propose recommended actions, including expenditures exceeding \$150, and prepare an agenda for the general membership meetings.

- A. At each meeting, the Executive Council shall select one of its members to act as Chair for the next Executive Council and General Membership meetings. The Chair position will rotate, giving each Executive Council member an opportunity to serve as Chair.
- B. Each meeting the Executive Council shall select one of its members to assist with the next Executive Council meeting. This member shall then become the council member who chairs the subsequent Executive Council and General Membership meetings.
- C. Each Chairperson shall select a date, time and location for the next Executive Council meeting, prepare an agenda, and Chair each of the meetings.

Section 3 Authority and Responsibility: The Executive Council will meet between membership meetings as needed to discuss club business. Club business requiring general membership approval, as well as expenditures exceeding \$150 must be discussed and approved by a majority vote of all club members present and voting at the next general membership meeting.

Section 4 **Quorum:** A quorum of the Executive Council shall consist of a majority of the elected members.

Section 5 **Qualification for Office:** All members in good standing over the age of 18 shall be eligible for nomination and election to serve as Executive Council Members.

Section 6 **Eligibility for Re-election:** An Executive Council Member may serve no more than three consecutive terms.

Section 7 **Responsibilities of Executive Council Members:**
A. The Executive Council shall select a club member to serve as club Secretary.
B. The Executive Council shall select a club member to serve as club Treasurer.
C. The Executive Council shall select a club member to serve as club Public Relations Coordinator.
D. The Executive Council members shall be able to share or rotate their duties as needed.

Section 8 **Duties of Executive Council:**
A. The duties of the Executive Council shall include, but not be limited to:
 1. Schedule and chair Executive Council meetings as needed
 2. Chair membership meetings
 3. Accomplish the duties usual to those of club secretary
 i. Keep accurate minutes of club meetings
 ii. Prepare and handle all club correspondence, including the keeping of club records
 iii. Other duties as needed
 4. Accomplish the duties usual to those of club treasurer
 i. Deposit all money received by the club
 ii. Keep a true account of all money received, receipts and expenditures
 iii. Keep a true account of the properties and liabilities of the club
 iv. Pay bills in accordance with the policies established by the executive council and approved by the membership
 v. Forward to the ACA all funds and required PAC membership materials, including ACA dues
 vi. Present an annual financial report on the club's operating funds
 vii. Present a statement of the club's financial standing at each meeting
 viii. Assist with the preparation of an annual budget to be presented for acceptance at the October club membership meeting
 5. Oversee the creation and maintenance of a current membership roster, including both Ahwaga Canoe & Kayak Club and ACA members
 6. Oversee the gathering and reporting of ACA Event Memberships and PAC Memberships to the ACA office
 7. Oversee the gathering and reporting electronically of all items required for club-sanctioned activities to the national ACA office, including event membership waivers and funds
B. Executive Council shall also be empowered to:
 1. Review and approve all applications for club membership
 2. Review and approve all candidates for trip leader
 3. Sign all checks on behalf of the club

4. Form and terminate committees
5. Appoint club members to standing committees; appoint a chair for each standing committee
6. Investigate any alleged violations of bylaws or club rules and report to the club so that the membership can take appropriate action
7. Receive and review grievances and disputes, and report to the club so that the membership can take appropriate action
8. Appoint a nominating committee consisting of one Executive Council member and two club members in good standing. (Members of the nominating committee cannot be on the next ballot.)
9. Appoint a person to keep order at meetings, if needed
10. Appoint a Parliamentarian when needed
11. Request and participate in audits of club finances and properties
12. Any other duties and responsibilities as they may occur

ARTICLE VI

MEMBERSHIP MEETINGS

- Section 1 Regular Membership Meetings:** General meetings will be held on a regular scheduled basis, at a time, date and place established in advance at a club meeting, and approved by club membership vote. Any change in the time, date or place of a regular scheduled meeting shall be announced in advance to all members in a manner determined by the club.
- Section 2 Emergency Membership Meetings:** Emergency meetings may be called by the Executive Council as needed, providing two-week notification is made to all members.
- Section 3 Voting:** All adult members shall be eligible to vote at general meetings on all matters pertaining to the club including electing officers, club finances, and all club business. A quorum must be present and a simple majority vote will decide each issue unless otherwise provided for in the bylaws. Normal club business shall be voted upon by roll call or show of hands. Voting for the election of Executive Council members shall be by written ballot at the November meeting. The Chair shall cast a vote to decide ties.
- Section 4 Absentee ballots:** Absentee ballots will be accepted for Executive Council elections only. Ballots must be received by the November meeting.
- Section 5 Proxies:** Each eligible adult member shall have one vote. No member may cast more than one vote. Voting by proxy is not allowed.
- Section 6 Quorum:** A quorum shall consist of a minimum of 20% of the current membership, and must include at least four Executive Council members.
- Section 7 Vacancies and Removal:** Vacancies on the Executive Council shall be filled by appointment by the Executive Council, and must be ratified by a majority vote of members at the next scheduled membership meeting. Vacancies filled in this manner shall be only for the unexpired term of the Council member being replaced. Executive Council members may be removed from office by a two-thirds vote of Club members present and voting at a regularly scheduled monthly

membership meeting. Resignations from the Executive Council shall be made in writing to the Executive Council, and will be effective as of the date submitted.

ARTICLE VII

COMMITTEES

Section 1 **Committee Structure:** The Executive Council may from time to time create or dissolve such committees as may be appropriate, appoint a chairperson of the committee, and determine the duration, size and responsibility of the committee.

Section 2 **Standing Committees:**

- A. The club shall have standing committees, which will consist of members appointed by the Executive Council.
- B. Standing committees will monitor and facilitate areas of concern, or programs and activities of the club. Standing committees shall include, but not be limited to:
 - 1. Conservation & Stewardship
 - 2. Safety & Instruction
 - 3. Membership
 - 4. Programs & Membership activities (trips, special events)
 - 5. Newsletter, Web Site, Electronic Communication & Publicity
 - 6. Paddle America Club sanctioning and liaison including the reporting of activities to ACA
 - 7. Finance

ARTICLE VIII

FINANCE

Section 1 All financial decisions shall be approved by majority vote of the members present and voting at a regularly scheduled monthly membership meeting.

Section 2 **Fiscal Period:** The fiscal period of the organization shall begin on January 1 of each year and conclude on December 31 of each year.

Section 3 **Operating Funds:**

- A. Administration of funds shall be the duty of the Executive Council.
- B. Operating funds are deposited and disbursed by the Treasurer as promulgated under the responsibilities of that office.
- C. Availability: Signatures of the Treasurer, Secretary and two additional Executive Council members shall be filed with the Club's bank. Access to the checking account funds is with two of the four signatures.
- D. Expenditures exceeding \$150 must be approved by majority vote of the membership present and voting at a scheduled membership meeting.

ARTICLE IX

RULES OF ORDER

Section 1 The rules contained in the current edition of *Robert's Rules of Order*, as tempered by common sense, shall govern the conduct of all meetings of the organization in all cases to which they are applicable and in which they are not inconsistent with the bylaws and any special rules the organization may adopt.

ARTICLE X

GRIEVANCES AND DISPUTES

Section 1 Grievances and disputes shall be submitted to the Executive Council, which will investigate and recommend a course of action to the club membership for approval.

ARTICLE XI

INTERPRETATION

Section 1 A vote of two-thirds of the members present and voting at any regular or special meeting shall interpret the intent and meaning of these bylaws.

ARTICLE XII

INSPECTION OF RECORDS

Section 1 The records of the organization shall be open for inspection during a regularly scheduled club meeting upon two-week notice of demand by any club member.

ARTICLE XIII

AMENDMENT

Section 1 **Proposing:** Amendments to or repeal of these bylaws may be proposed by the Executive Council or by motion made by a club member at a regular business meeting. Written notice, either by mail or electronic notice, of the proposed changes shall be given to all voting members at least one month prior to the meeting where discussion and voting will take place. Voting on the proposed amendments will be by show of hands or written ballot at the next membership meeting.

Section 2 **Approval:** Amendments to or repeal of these bylaws shall be approved by a two-thirds vote of members present and voting.

ARTICLE XIV

DISSOLUTION

Section 1 The Ahwaga Canoe & Kayak Club shall use its funds to accomplish the objectives and purposes specified in these bylaws and no part of said funds shall inure or be distributed to any of the members of the organization. On dissolution of the Ahwaga Canoe & Kayak Club, any assets remaining shall be distributed to one or more regularly organized and qualified paddle sport or paddle sport-related organization as determined by the Executive Council.